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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Report of Foreign Issuer

Pursuant to Rule 13a-16 or 15d-16 of

the Securities Exchange Act of 1934

For the month of June 2002

PROCESSED

JUL 1 7 2002

THOMSON
FINANCIAL

AUSTRALIA AND NEW ZEALAND BANKING GROUP LIMITED

100 Queen Street

Melbourne Victoria 3000

Australia

(Address of principal executive office)

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorised.

Media Release



Corporate Affairs Level 20, 100 Queen Street Melbourne Vic 3000 Telephone 03 9273 6190 Facsimile 03 9273 4899 www.anz.com

For release: 11:30 am Monday, 3 June 2002

Newspaper job advertisements down 8.2% in May

The number of job advertisements in major metropolitan newspapers fell by 8.2% (seasonally adjusted) in May to an average of 21,477 per week, following April's (record) increase of 23.6%.

Compared with May last year, the number of newspaper job advertisements was up by 8.1%.

In trend terms, the number of newspaper job advertisements rose by 1.4% in May, following a 1.6% (revised from 1.9%) increase in April, to be 9.8% higher than in May last year.

The number of job advertisements on internet sites monitored by ANZ rose by 2.3% in May, the fourth increase in succession, following a 0.9% increase in April (note that internet data is not seasonally adjusted). Since the low point in January the number of internet job advertisements has risen by 30.8%, although it remains 39.0% below the peak recorded in September 2000. Compared with May last year, the number of internet job advertisements was down by 18.9%.

"The sharp decline in the number of job advertisements between April and May is exaggerated by the impact of this year's earlier than usual Easter on the April figures," ANZ Chief Economist Saul Eslake said.

"As we have noted in the past two releases, the seasonal adjustment factors provided by the Australian Bureau of Statistics presume Easter occurs in April, as it has done in all but six of the 27 years since the job advertisements series commenced. We estimate the early Easter reduced the level of job advertisements in March, and increased it in April, by about 7%.

"Abstracting from this effect, we estimate the number of newspaper job advertisements fell by about 1.5% in May, following a (similarly adjusted) 6.9% increase in April," Mr Eslake said.

The following table provides ANZ's estimates of the level of, and monthly changes in, the number of newspaper job advertisements in each of the past three months after adjusting for the impact of the early Easter. As noted last month, this has been done by swapping around the actual figures for the last week of March with those for the first week of April:

Month	Not adjusted fo Easter	r early	Adjusted for e Easter	early
	Level	% ch.	Level	% ch.
March	18,927	-8.8	20.395	-1.8
April	23,386	23.6	21,808	6.9
May	21,477	-8.2	21,477	- 1.5

"Given the strong increase in the number of job advertisements in April, even after discounting the early Easter effect, the small decline in May is unsurprising and does not detract from the



Company Secretary's Office Level 6, 100 Queen Street Melbourne VIC 3000 Phone 03 9273 6141 Fax 03 9273 6142 www.anz.com

3 June 2002

Company Announcements Australian Stock Exchange Level 10 20 Bond Street SYDNEY NSW 2000

Notice of initial substantial holder

As a result of its participation in the ING Australia joint venture, ANZ is regarded as having acquired an interest in securities held by the joint venture for the purpose of the substantial holder notification requirements in the Corporations Act 2001.

Yours faithfully

Jane Slatter

Group General Counsel & Company Secretary

Form 603

Corporations Act 2001 Section 671B

Notice of initial substantial holder

To Company Name/Scheme	ILUKA RESOURCES LIMITED (the "Entity")
ACN/ARSN	008 675 018
	This notice is given by Australia and New Zealand Banking Group Limited ABN 11 005 357 522 ("ANZ") on behalf of itself and each of its controlled bodies corporate ("ANZ Subsidiaries") named in the list of 5 pages annexed to this notice and marked "A".
1. Details of substantial ho	lder

Name

Australia and New Zealand Banking Group Limited ("ANZ")

ACN/ARSN (if applicable)

005 357 522

The holder became a substantial holder on 30/04/02

2. Details of voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate had a relevant interest⁽³⁾ in on the date the substantial holder became a substantial holder are as follows:

Class of securities	Number of securities	Persons' votes	Voting power
Ordinary Shares	10,894,219	10,894,219	5.01%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest	Class and number of securities
ANZ Executors & Trustee Company Limited (the "ANZ Holder")	Registered holder	7,032 ordinary shares
ANZ	Taken under section 608(3)(b) of the Corporations Act 2001 to have a relevant interest by reason of having control of the ANZ Holder.	7,032 ordinary shares
Each of the ANZ Subsidiaries other than the ANZ Holder	Taken under section 608(3) of the Corporations Act 2001 to have a relevant interest by reason of having voting power (through the relevant interests of its associate, ANZ) above 20% in the ANZ Holder.	7,032 ordinary shares
ANZ and each of the ANZ Subsidiaries	Taken under section 608(3)(a) of the Corporations Act 2001 to have the same relevant interests in the Entity as ING Australia Holdings Ltd (*INGA*) by reason of it having voting power above 20% in INGA. ANZ understands that INGA has relevant interests in the number of shares in the Entity specified in the adjacent column by reason of it or an entity controlled by it being the registered holder or being entitled to be registered as the holder of such shares in the Entity. See the Form 603 given by INGA on 10/05/02, the information in which is hereby incorporated in this notice by reference.	10,887,187 ordinary shares

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Class and number of securities
ANZ and each of the ANZ Subsidiaries	The ANZ Holder.	Various Estates and Private Clients.	7,032 ordinary shares
ANZ and each of the ANZ Subsidiaries	See form 603 given by INGA in respect of the Entity on 10/05/02.	See form 603 given by INGA in respect of the Entity on 10/05/02.	10,887,187 ordinary shares

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the 4 months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration		Class and number of securities
		Cash	Non-cash	
ANZ and each of the ANZ Subsidiaries	18/4/02	\$13,587.84	N/a	4,032 Ordinary shares
ANZ and each of the ANZ Subsidiaries	30/4/02	Not applicable	Not applicable	10,887,187 ordinary shares

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Each of the ANZ Subsidiaries	Body corporate controlled by the substantial holder ANZ

7. Addresses

Signature

The addresses of persons named in this form are as follows:

Name	Address	
ANZ	Level 6, 100 Queen Street, Melbourne VIC 3000	
ANZ Subsidiaries	As set out in the list of 1 page annexed to this notice and marked 'B'	
ING Australia Limited	Level 13, 347 Kent Street, Sydney NSW 2000	

print nameJane Louise Slatter	capacity Secretary
sign here Jackstaten	date 3-Jun-02

This is the Annexure of five (5) pages marked "A" referred to in the form 603 Notice of initial substantial holder

Signed by me and dated 3 June 2002.

Jane Louise Slatter - Secretary Australia and New Zealand Banking Group Limited

AUSTRALIA AND NEW ZEALAND BANKING GROUP LIMITED CONTROLLED ENTITIES

Domicile	Australia and New Zealand Banking Group Limited	% Owned	Reg Office
Australia	AFT Investors Services Pty Ltd		1
Australia	Alliance Holdings Limited		1
American Samoa	Amerika Samoa Bank Inc.		22
Australia	ANZcover Insurance Pty Ltd		1
Australia	ANZASSS No. 2 (NMRBE) Pty Ltd		1
Australia	ANZEST Pty Ltd		1
Australia	ANZ Adelaide Group Pty Ltd		1
Australia	ANZ Aircraft Finance Pty Ltd		1
Australia	ANZ Capel Court Limited		2
Australia	ANZIS Holdings Pty Ltd	60%	2
Australia	Capel Court International Investments Pty Ltd		2
Australia	Capel Court Management Limited		2
Australia	Valuta Group Pty. Limited		2
Australia	Valuta (No. 2) Pty. Linuted		2
Australia	Valuta Properties Pty. Limited		2
Australia	ANZ Capital Hedging Pty Ltd		1
Australia	ANZ Custodians Pty Ltd		1
Delaware, USA	ANZ (Delaware) Inc.		3
Australia	ANZ Executors & Trustee Company Limited		1
Australia	ANZ Executors & Trustee Company (Canberra) Limited		1
Australia	ANZ Financial Products Pty Ltd		2
Australia	ANZ Funds Pty. Ltd.		1
Samoa	ANZ Bank (Samoa) Limited		7
New Zealand	ANZ Holdings (New Zealand) Limited		6
New Zealand	ANZ Banking Group (New Zealand) Limited		. 6
New Zealand	ANZ Investment Services (New Zealand) Limited		6
New Zealand	ANZ Property Holdings Limited		6
New Zealand	Bage Investments Limited		6
New Zealand	Endeavour Equities Limited		6
New Zealand	Endeavour Finance Limited		6
New Zealand	Tui Endeavour Limited		6
New Zealand	Endeavour Securities Limited		6
New Zealand	Tui Securities Limited		6
New Zealand	UDC Finance Limited		6
New Zealand	Loan Service Centre (NZ) Limited		6 (Offensky)
New Zealand	Truck Leasing Limited		6

Domicile	Australia and New Zealand Banking Group Limited	% Owned	Reg Office
New Zealand	Eftpos New Zealand Limited		6
New Zealand	Always There Limited		6
Australia	Always There (Australia) Pty Limited		1
Australia	EFT-POS Australia Pty Ltd		-
New Zealand	Eklick New Zealand Limited		6
Hong Kong	ANZ International (Hong Kong) Limited		17.
Hong Kong	ANZ Asia Limited		17
Vanuatu	ANZ Bank (Vanuatu) Limited		8
Vanuatu	Banque ANZ Pacifique Limited		17
Vanuatu	La Serigne Limited		8
Singapore	ANZ International Private Limited		15
Singapore	ANZCOVER Pte. Ltd.		16
Singapore	ANZ Singapore Limited		15
Singapore	ANZ IPB Nominees Pte Ltd		15
Singapore	Torridon Pte Ltd		15
India	ANZ Information Technology Pvt Limited		9
Pakistan	ANZ Pakistan (Private) Ltd	95%	
Cook Islands	ANZ/V-Trac International Leasing Company	95%	20
Kiribati	Bank of Kiribati Ltd	75%	24
Australia	Binnstone Traders Pty Limited	1370	1
Australia	Deori Pty Ltd		1
Delaware, USA	Ecomyen LLC		25
			
Australia	Ecomven (Australia) Pty Ltd		11
Australia	LFD Limited		1
Australia	GNPL Pty Ltd		1
Australia	RFDL Pty Ltd		1
England	Minerva Holdings Limited		14
England	ANZEF Limited		-14
England	ANZEF Leasing No. 1 Limited		14
England	ANZEF Leasing No. 2 Limited		14
England	ANZ Emerging Markets Holdings Limited		14
England	ANZ Securities (UK) Limited		14
Netherlands	ANZ Eurofinance B.V.		4
England	ANZ Global Nominees Limited		14
England	ANZIM Limited	· ·	14
Cayman Islands	ANZ International (Cayman Islands) Limited (in liquidation)		10
Netherlands	ANZ Investments (UK) B.V.		23
England	ANZ Leasing Limited		14
England	ANZ Leasing (No. 2) Ltd		14
England	ANZMB Limited		14
England	ANZ McCaughan (UK) Limited (in liquidation)		14
New York, USA	ANZ Securities Inc.		13
England	Brandts Nominees Limited		14
Netherlands	Grindlays Eurofinance B.V.		4
Guernsey	Minerva Fund Management (Guernser) Limited	renis L. Asser, 15th mo. 1	.an 5: 3

Domicile	Australia and New Zealand Banking Group Limited	% Owned	Reg Office
England	Minerva Nominees Limited		14
England	Minerva Nominees (No.2) Limited		14
England	Spey Industrials Limited		14
Australia	Town & Country Land Holdings Pty Ltd		1
Australia	Votraint No. 1103 Pty Limited		1
Australia	ANZ General Partner Pty Ltd		2
Australia	ANZ Holdings Pty Ltd		1
Australia	ANZ Infrastructure Investments Limited		18
Australia	ANZ Investment Holdings Pty Ltd		1
Australia	530 Collins Street Property Trust		1
Australia	ANZ Investments Pty Ltd		1
Australia	ANZ Leasing Pty. Ltd.		1
Australia	ANZ Leasing (ACT) Pty. Ltd.		1
Australia	ANZ Leasing (NSW) Pty. Ltd.		1
Australia	ANZ Leasing (NT) Pty. Ltd.		1
Australia	ANZ Leasing (Vic) Pty. Ltd.		1
Australia	ANZ Lenders Mortgage Insurance Pty. Limited		1
New York, USA	ANZ Limited Partnership		13
Australia	ANZ Margin Services Pty Limited		1
Australia	ANZ MRP Pty Ltd		2
Australia	ANZ General Insurance Pty. Limited	-	1
Australia	ANZ General Insurance Pty. Limited		1
Australia	ANZ Orchard Investments Pty Ltd		1
Australia	ING Australia Limited	49	26 -
Australia	ANZ General Insurance Pty. Limited		26
Australia	ANZ Life Assurance Company Limited		26
Australia	ANZ Managed Investments Limited		26
Australia	ANZ InsAge Pty Ltd		26
Australia	ANZ Nominees Limited		1
Brazil	ANZ Participacoes E Servicos Ltda		12
Australia	ANZ Payment Services Pty Limited		1
England	ANZ Pensions (UK) Limited		14
Australia	ANZ Properties (Australia) Pty Ltd		1
Australia	Weelya Pty. Ltd.		11
New York , USA	ANZ Realty Holdings (USA) Inc		13
Australia	ANZ Rewards Pty Ltd		1
Australia	ANZ Rewards No. 2 Pty Ltd		1
Australia	ANZ Rural Products Pty Ltd		2
Australia	ANZ Securities (Holdings) Limited		2
Australia	ANZ Futures Limited		2
Australia	ANZIB Specialist Asset Management Limited		<u></u> 2 ⁱ ·

Domicile	Australia and New Zealand Banking Group Limited	% Owned	Reg Office
New Zealand	ANZ Securities (New Zealand) Limited		6
New Zealand	ANZMAC Securities (New Zealand) Nominees Limited		6
Delaware, USA	ANZ Securities (USA) Inc (to be struck off)		13
Australia	ANZ Securities Limited		2
Australia	ANZ Securities (Entrepot) Pty Ltd		
Australia	ANZ Securities (Nominee) Pty Ltd		2
Australia	ANZ Underwriting Limited		
Australia	ANZ Technical Services Pty Ltd		1
	ANZ U.K. Dividends (AUD) Limited		
England			14
PNG	Australia and New Zealand Banking Group (PNG) Limited		19
PNG	8 & 9 Chester Street Ltd		19
Jersey	Bellgrove Services Limited		11
Australia	Bellinz Pty Ltd (proposed for deregistration)		1
Australia	Eauto Pty Ltd		1
Australia	Ecomel Pty. Limited		1
Australia	Elgeba Pty. Limited		1
Australia	ES & A Holdings Pty Ltd		1
Australia	E S & A Properties (Australia) Pty Ltd (proposed for deregistration)		1
Australia	Esanda Finance Corporation Limited		1
Australia	ANZ Vendor Solutions Pty Limited		1
Australia	Esanda (Wholesale) Proprietary Limited		1
Australia	Fleet Partners Pty Limited	-	1
Australia	Claric 246 Pty Ltd		1
Australia.	P L Lease Management Pty Ltd		1
Australia	International Corporate Park Management Pty Ltd	*4.6	1
Australia	Loan Service Centre Pty Limited		11
Australia	Mercantile Credits Pty Ltd		1
Australia	ANZCAP Leasing Services Pty Ltd		1
Australia	ANZCAP Leasing (Vic.) Pty. Ltd.		11
Australia	FCA Finance Pty. Limited		11
Australia	Analed Pty. Ltd.		1
Australia	Crebb No 1 Pty Ltd		1
Australia	Crebb No 2 Pty Ltd		1
Australia	Crebb No 3 Pty Ltd		1
Australia	Crebb No 4 Pty Ltd	 	1
Australia	Credb No 3 Pty Lta		1
Australia	Crebb No 6 Pty Ltd	 	1
Australia	Crebb No 7 Pty Ltd		<u>i</u>
Australia	Crebb No 8 Pty Ltd Crebb No 9 Pty Ltd		1
Australia Australia	Crebb No 10 Pty Ltd		1
Australia	Crebb No 11Pty Ltd		
Australia	Crebb No 12 Pty Ltd		1
Australia	Crebb No 13 Pty Ltd		

Domicile	Australia and New Zealand Banking Group Limited	% Owned	Reg Office
Australia	Crebb No 14 Pty Ltd		1
Australia	Crebb No 15 Pty Ltd		1
Australia	G-BNWF Aircraft Pty Ltd		2
Australia	G-BNWG Aircraft Pty Ltd		2
Australia	© BNWK Aircraft Pty Ltd		2
Australia	G-BNWP Aircraft Pty Ltd		2
Australia	Japan Australia Venture Capital Fund (MIC) Pty Ltd		1
Australia	JIKK Pty Ltd		1
Australia	NMRB Finance Limited (In Liquidation)		-
Australia	NMRB Pty Ltd		11
Australia	NMRSB Pty Ltd		1
Indonesia	PT ANZ Panin Bank	85	21
Jersey	Sabeus Trade Services Limited		11_
England	The Bank of Australasia (In Liquidation)		•
England	The London Bank of Australia (In Liquidation)		-
England	The Union Bank of Australia Limited (In Liquidation)		•

NOTES:

All companies are 100% owned within the Group unless otherwise indicated.

* Controlled directly by ANZ, not shareholder.

This is the Annexure of one (1) page marked "B" referred to in the form 603 Notice of initial substantial holder

Signed by me and dated 3 June 2002.

Jane Louise Slatter - Secretary Australia and New Zealand Banking Group Limited

AUSTRALIA AND NEW ZEALAND BANKING GROUP LIMITED

CONTROLLED ENTITIES

Registered Offices

1	Level 6, 100 Queen Street, Melbourne, Australia 3000
2	Level 12, 530 Collins Street, Melbourne, Australia 3000
3	C/O United States Corporation Company, 1013 Centre Road, Wilmington Delaware USA 19805
4	Burgemeester Rijnderslaan 10, 1185 Mc Amstelveen, The Netherlands
5	Sydney Vale House, Rue du Commerce, St Peter Port, Guernsey, Channel Islands
6	Level 15, ANZ Tower, 215-229 Lambton Quay, Wellington, New Zealand
7	Beach Road, Apia, Samoa
8	C/O KPMG, KPMG House, Rue Pasteur, Port Villa, Vanuatu
9	Shariff Chamber, 14 Cunningham Road, Bangalore, India 560052
10	Ugland House, South Church Street, Grand Cayman, Cayman Islands
11	15 Castle Street, St. Helier JE4 8ZH, Jersey, Channel Islands
12	Av - Rio Branco (Head Office) 01 Grupo 810 Rio de Janeiro RJ Brazil
13	6th Floor, 1177 Avenue of the Americas, New York, New York, USA 10036
14	Minerva House, Montague Close, London, SE1 9DH England
15	20 Raffles Place, #17-00 Ocean Towers, Singapore 048620
16	51 Bras Basah Road #08-03 Plaza by the Park, Singapore 189554
17	Suite 3101-3105, 27th Floor, One Exchange Square, 8 Connaught Place, Central Hong Kong
18	Level 11, 12 Moore Street, Canberra ACT 2601
19	Defens Haus, Cnr Champion Parade & Hunter Street, Port Moresby, Papua New Guinea
20 .	C/ Trust Net (Cook Islands) Limited, CIDB Building, Avarua Raratonga, Cook Islands
21	Ground & 1st Floor, Panin Bank Centre, JI Jend Sudirman (Senayan) Jakarta, Indonesia, 10270
22 .	Amerika Samoa Bank Building, Fagatogo, American Samoa
23	Groeselaan 18, 3521 CB Utrecht, Netherlands
24	PO Box 66, Bairiki, Tarawa, Republic of Kiribati
25	C/O The Corporation Trust Co, 1209 Orange Street, Wilmington, Delaware, USA
26	347 Kent Street, Sydney, NSW, 2000



Company Secretary's Office Level 6, 100 Queen Street Melbourne VIC 3000 Phone 03 9273 6141 Fax 03 9273 6142 www.anz.com

3 June 2002

Company Announcements Australian Stock Exchange Level 10 20 Bond Street SYDNEY NSW 2000

Notice of initial substantial holder

As a result of its participation in the ING Australia joint venture, ANZ is regarded as having acquired an interest in securities held by the joint venture for the purpose of the substantial holder notification requirements in the Corporations Act 2001.

Yours faithfully

your State

Jane Slatter

Group General Counsel & Company Secretary

Form 603

Corporations Act 2001 Section 671B

Notice of initial substantial holder

To Company Name/Scheme

Alesco Corporation Limited (the "Entity")

ACN/ARSN

008 666 064

This notice is given by Australia and New Zealand Banking Group Limited ABN 11 005 357 522 ("ANZ") on behalf of itself and each of its controlled bodies corporate ("ANZ Subsidiaries") named in the list of 5 pages annexed to this notice and marked "A".

1. Details of substantial holder

Name

Australia and New Zealand Banking Group Limited ("ANZ")

ACN/ARSN (if applicable)

005 357 522

The holder became a substantial holder on 30/04/02

2. Details of voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate had a relevant interest⁽³⁾ in on the date the substantial holder became a substantial holder are as follows:

Class of securities	Number of securities	Persons' votes	Voting power
Ordinary Shares	3,236,121	3,236,121	9.67%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest	Class and number of securities
ANZ Executors & Trustee Company Limited (the "ANZ Holder")	Registered holder	11,676 ordinary shares
ANZ	Taken under section 608(3)(b) of the Corporations Act 2001 to have a relevant interest by reason of having control of the ANZ Holder.	11,676 ordinary shares
Each of the ANZ Subsidiaries other than the ANZ Holder	Taken under section 608(3) of the Corporations Act 2001 to have a relevant interest by reason of having voting power (through the relevant interests of its associate, ANZ) above 20% in the ANZ Holder.	11,676 ordinary shares
ANZ and each of the ANZ Subsidiaries	Taken under section 608(3)(a) of the Corporations Act 2001 to have the same relevant interests in the Entity as ING Australia Ltd ('INGA') by reason of it having voting power above 20% in INGA. ANZ understands that INGA has relevant interests in the number of shares in the Entity specified in the adjacent column by reason of it or an entity controlled by it being the registered holder or being entitled to be registered as the holder of such shares in the Entity. See the Form 604 given by INGA on 04/0202, the information in which is hereby incorporated in this notice by reference.	3,224,445 ordinary shares

4. Details of present registered holders

..The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Class and number of securities
ANZ and each of the ANZ Subsidiaries	The ANZ Holder.	Various Estates and Private Clients.	11,676 ordinary shares
ANZ and each of the ANZ Subsidiaries	See form 604 given by INGA in respect of the Entity on 04/02/02.	See form 604 given by INGA in respect of the Entity on 04/02/02.	3,224,445 ordinary shares



5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the 4 months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Holder of relevant interest Date of acquisition Consideration		Class and number of securities	
		Cash	Non-cash	
ANZ and each of the ANZ Subsidiaries	30/4/02	Not applicable	Not applicable	3,224,445 ordinary shares

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Each of the ANZ Subsidiaries	Body corporate controlled by the substantial holder ANZ

7. Addresses

The addresses of persons named in this form are as follows:

Name	Address	
ANZ	Level 6, 100 Queen Street, Melbourne VIC 3000	
ANZ Subsidiaries	As set out in the list of 1 page annexed to this notice and marked "B"	
ING Australia Limited	Level 13, 347 Kent Street, Sydney NSW 2000	

Signature	•		_	
	print name	Jane Louise Slatter	capacity	Secretary
	sign here	gamessiatien	date	3-Jun-02

This is the Annexure of five (5) pages marked "A" referred to in the form 603 Notice of initial substantial holder

Signed by me and dated 3 June 2002.

Jane Louise Slatter - Secretary Australia and New Zealand Banking Group Limited

AUSTRALIA AND NEW ZEALAND BANKING GROUP LIMITED CONTROLLED ENTITIES

Domicile	Australia and New Zealand Banking Group Limited	% Owned	Reg Office
Australia	AFT Investors Services Pty Ltd		1
Australia	Alliance Holdings Limited		1
American Samoa	Amerika Samoa Bank Inc.		22
Australia	ANZcover Insurance Pty Ltd		1
Australia	ANZASSS No. 2 (NMRBE) Pty Ltd		1
Australia	ANZEST Pty Ltd		1
Australia	ANZ Adelaide Group Pty Ltd		1
Australia	ANZ Aircraft Finance Pty Ltd		1
Australia	ANZ Capel Court Limited		2
Australia	ANZIS Holdings Pty Ltd	60%	2
Australia	Capel Court International Investments Pty Ltd		2
Australia	Capel Court Management Limited		2
Australia	Valuta Group Pty. Limited		2
Australia	Valuta (No. 2) Pty. Limited		2
Australia	Valuta Properties Pty. Limited		2
Australia	ANZ Capital Hedging Pty Ltd		1
Australia	ANZ Custodians Pty Ltd		. 1
Delaware, USA	ANZ (Delaware) Inc.		3
Australia	ANZ Executors & Trustee Company Limited		1
Australia	ANZ Executors & Trustee Company (Canberra) Limited		1
Australia	ANZ Financial Products Pty Ltd		2
Australia	ANZ Funds Pty. Ltd.		1
Samoa	ANZ Bank (Samoa) Limited		7
New Zealand	ANZ Holdings (New Zealand) Limited		6
New Zealand	ANZ Banking Group (New Zealand) Limited		6
New Zealand	ANZ Investment Services (New Zealand) Limited		6
New Zealand	ANZ Property Holdings Limited		6
New Zealand	Bage Investments Limited		6
New Zealand	Endeavour Equities Limited		6
New Zealand	Endeavour Finance Limited		6
New Zealand	Tui Endeavour Limited		6
New Zealand	Endeavour Securities Limited		6
New Zealand	Tui Securities Limited		6
New Zealand	UDC Finance Limited		6
New Zealand	Loan Service Centre (NZ) Limited	-miano	. 6
New Zealand	Truck Leasing Limited		6

Domicile	Australia and New Zealand Banking Group Limited	% Owned	Reg Office
New Zealand	Eftpos New Zealand Limited		6
New Zealand	Always There Limited		6
Australia	Always There (Australia) Pty Limited		1
Australia	EFT-POS Australia Pty Ltd		-
New Zealand	Eklick New Zealand Limited		6
Hong Kong	ANZ International (Hong Kong) Limited		17
Hong Kong	ANZ Asia Limited		17
Vanuatu	ANZ Bank (Vanuatu) Limited		8
Vanuatu	Banque ANZ Pacifique Limited		17
Vanuatu	La Serigne Limited		8
Singapore	ANZ International Private Limited		15
Singapore	ANZCOVER Pte. Ltd.	·	16
Singapore	ANZ Singapore Limited		15
Singapore	ANZ IPB Nominees Pte Ltd		15
Singapore	Torridon Pte Ltd		15
India	ANZ Information Technology Pvt Limited		9
Pakistan	ANZ Pakistan (Private) Ltd	95%	· · · · · · · · · · · · · · · · · · ·
Cook Islands	ANZ/V-Trac International Leasing Company	95%	20
Kiribati	Bank of Kiribati Ltd	75%	24
Australia	Binnstone Traders Pty Limited	10.10	1
Australia	Deori Pty Ltd		1
Delaware, USA	Ecomven LLC		25
Australia	Ecomven (Australia) Pty Ltd		1
Australia	LFD Limited		1
Australia	GNPL Pty Ltd		<u> </u>
Australia	RFDL Pty Ltd		1
	Minerva Holdings Limited		14
England	ANZEF Limited		
England	ANZEF Limited ANZEF Leasing No. 1 Limited		14
England England	ANZEF Leasing No. 1 Limited ANZEF Leasing No. 2 Limited		- 14 14
	ANZ Emerging Markets Holdings Limited		
England England	ANZ Securities (UK) Limited		14 14
Netherlands	ANZ Eurofinance B.V.		4
England	ANZ Global Nominees Limited		14
England	ANZIM Limited		14
Cayman Islands	ANZ International (Cayman Islands) Limited (in liquidation)		10
Netherlands	ANZ Investments (UK) B.V.		23
England	ANZ Leasing Limited	X	14
England	ANZ Leasing (No. 2) Ltd		14
England	ANZMB Limited		14
England	ANZ McCaughan (UK) Limited (in liquidation)		14
New York, USA	ANZ Securities Inc.	_	13
England	Brandts Nominees Limited		14
Netherlands	Grindlays Eurofinance B.V.		4
Guernsey	Minerva Fund Management (Guernsey) Limited:	ini konstalian nes	

Domicile	Australia and New Zealand Banking Group Limited	% Owned	Reg Office
England	Minerva Nominees Limited		14
England	Minerva Nominees (No.2) Limited		14
England	Spey Industrials Limited		14
Australia	Town & Country Land Holdings Pty Ltd		1
Australia	Votraint No. 1103 Pty Limited		1
Australia	ANZ General Partner Pty Ltd		2
Australia	ANZ Holdings Pty Ltd		1
Australia	ANZ Infrastructure Investments Limited		18
Australia	ANZ Investment Holdings Pty Ltd		1
Australia	530 Collins Street Property Trust		1
Australia	ANZ Investments Pty Ltd		1
Australia	ANZ Leasing Pty. Ltd.		1
Australia	ANZ Leasing (ACT) Pty. Ltd.		1
Australia	ANZ Leasing (NSW) Pty. Ltd.		1
Australia	ANZ Leasing (NT) Pty. Ltd.		1
Australia	ANZ Leasing (Vic) Pty. Ltd.		1
Australia	ANZ Lenders Mortgage Insurance Pty. Limited		1
New York, USA	ANZ Limited Partnership		13
Australia	ANZ Margin Services Pty Limited		1
Australia	ANZ MRP Pty Ltd		2
Australia	ANZ General Insurance Pty. Limited		1
Australia	ANZ General Insurance Pty. Limited		1
Australia	ANZ Orchard Investments Pty Ltd		1
Australia	ING Australia Limited	49	26
Australia	ANZ General Insurance Pty. Limited		26
Australia	ANZ Life Assurance Company Limited		26
Australia	ANZ Managed Investments Limited		26
Australia	ANZ InsAge Pty Ltd		26
Australia	ANZ Nominees Limited		1
Brazil	ANZ Participacoes E Servicos Ltda		12
Australia	ANZ Payment Services Pty Limited		1
England	ANZ Pensions (UK) Limited		14
Australia	ANZ Properties (Australia) Pty Ltd		1
Australia	Weviya Pty. Ltd.	1.	1
New York, USA	ANZ Realty Holdings (USA) Inc		13
Australia	ANZ Rewards Pty Ltd		1
Australia	ANZ Rewards No. 2 Pty Ltd		1
Australia	ANZ Rural Products Pty Ltd		2
Australia	ANZ Securities (Holdings) Limited		2
Australia	ANZ Futures Limited		2
Australia	ANZIB Specialist Asset Management Limited		2

Domicile	Australia and New Zealand Banking Group Limited	% Owned	Reg Office
New Zealand	ANZ Securities (New Zealand) Limited		6
New Zealand	ANZMAC Securities (New Zealand) Nominees Limited		6
Delaware, USA	ANZ Securities (USA) Inc (to be struck off)		13
Australia	ANZ Securities Limited		2
Australia	ANZ Securities (Entrepot) Pty Ltd		2
Australia	ANZ Securities (Nominee) Pty Ltd		2
Australia	ANZ Underwriting Limited		2
Australia	ANZ Technical Services Pty Ltd		1
England	ANZ U.K. Dividends (AUD) Limited		14
PNG	Australia and New Zealand Banking Group (PNG) Limited		19
PNG	8 & 9 Chester Street Ltd		19
Jersey	Bellgrove Services Limited		11
Australia	Bellinz Pty Ltd (proposed for deregistration)	·	1
Australia	Eauto Pty Ltd		1
Australia	Ecomel Pty. Limited		1
Australia	Elgeba Pty. Limited		1
Australia	ES & A Holdings Pty Ltd		1
Australia	E S & A Properties (Australia) Pty Ltd (proposed for deregistration)		1
Australia	Esanda Finance Corporation Limited		1
Australia	ANZ Vendor Solutions Pty Limited		1
Australia	Esanda (Wholesale) Proprietary Limited		1
Australia	Fleet Partners Pty Limited		1
Australia	Claric 246 Pty Ltd		1
Australia	P L Lease Management Pty Ltd		1
Australia	International Corporate Park Management Pty Ltd	*4.6	1
Australia	Loan Service Centre Pty Limited		1
Australia	Mercantile Credits Pty Ltd		1
Australia	ANZCAP Leasing Services Pty Ltd		1
Australia	ANZCAP Leasing (Vic.) Pty. Ltd.		1
Australia	FCA Finance Pty. Limited		1
Australia	Analed Pty. Ltd.		1
Australia	Crebb No 1 Pty Ltd	ļ	1
Australia	Crebb No 2 Pty Ltd		1
Australia	Crebb No 3 Pty Ltd	ļ	1
Australia	Crebb No 4 Pty Ltd		-1
Australia	Crebb No 5 Pty Ltd		1
Australia	Crebb No 6 Pty Ltd	<u> </u>	1
Australia	Crebb No 7 Pty Ltd	-	1
Australia	Crebb No 8 Pty Ltd		1
Australia	Crebb No 9 Pty Ltd		1
Australia	Crebb No 10 Pty Ltd	 	1
Australia	Crebb No 11Pty Ltd		1
Australia Australia	Crebb No 12 Pty Ltd Crebb No 13 Pty Ltd	-	1

Domicile	Australia and New Zealand Banking Group Limited	% Owned	Reg Office
Australia	Crebb No 14 Pty Ltd		1
Australia	Crebb No 15 Pty Ltd		1
Austrąlia	G-BNWF Aircraft Pty Ltd		2
Australia	G-BNWG Aircraft Pty Ltd		2
Australia	G-BNWK Aircraft Pty Ltd		2
Australia	G-BNWP Aircraft Pty Ltd		2
Australia	Japan Australia Venture Capital Fund (MIC) Pty Ltd		1
Australia	JIKK Pty Ltd		1
Australia	NMRB Finance Limited (In Liquidation)		
Australia	NMRB Pty Ltd		1
Australia	NMRSB Pty Ltd		1
Indonesia	PT ANZ Panin Bank	85	21
Jersey	Sabeus Trade Services Limited		11
England	The Bank of Australasia (In Liquidation)		_
England	The London Bank of Australia (In Liquidation)		-
England	The Union Bank of Australia Limited (In Liquidation)		-

NOTES:

All companies are 100% owned within the Group unless otherwise indicated.

* Controlled directly by ANZ, not shareholder.

This is the Annexure of one (1) page marked "B" referred to in the form 603 Notice of initial substantial holder

Signed by me and dated 3 June 2002.

openessation.

Jane Louise Slatter - Secretary Australia and New Zealand Banking Group Limited

AUSTRALIA AND NEW ZEALAND BANKING GROUP LIMITED

CONTROLLED ENTITIES

Registered Offices

	·
1	Level 6, 100 Queen Street, Melbourne, Australia 3000
2	Level 12, 530 Collins Street, Melbourne, Australia 3000
3	C/O United States Corporation Company, 1013 Centre Road, Wilmington Delaware USA 19805
4	Burgemeester Rijnderslaan 10, 1185 Mc Amstelveen, The Netherlands
5	Sydney Vale House, Rue du Commerce, St Peter Port, Guernsey, Channel Islands
6	Level 15, ANZ Tower, 215-229 Lambton Quay, Wellington, New Zealand
7	Beach Road, Apia, Samoa
8	C/O KPMG, KPMG House, Rue Pasteur, Port Villa, Vanuatu
9	Shariff Chamber, 14 Cunningham Road, Bangalore, India 560052
10	Ugland House, South Church Street, Grand Cayman, Cayman Islands
11	15 Castle Street, St. Helier JE4 8ZH, Jersey, Channel Islands
. 12	Av - Rio Branco (Head Office) 01 Grupo 810 Rio de Janeiro RJ Brazil
13	6th Floor, 1177 Avenue of the Americas, New York, New York, USA 10036
14	Minerva House, Montague Close, London, SE1'9DH England
15	20 Raffles Place, #17-00 Ocean Towers, Singapore 048620
16	⁵¹ 51 Bras Basah Road #08-03 Plaza by the Park, Singapore 189554
17	Suite 3101-3105, 27th Floor, One Exchange Square, 8 Connaught Place, Central Hong Kong
18	Level 11, 12 Moore Street, Canberra ACT 2601
19	Defens Haus, Cnr Champion Parade & Hunter Street, Port Moresby, Papua New Guinea
20	C/ Trust Net (Cook Islands) Limited, CIDB Building, Avarua Raratonga, Cook Islands
21	Ground & 1st Floor, Panin Bank Centre, JI Jend Sudirman (Senayan) Jakarta, Indonesia, 10270
22	Amerika Samoa Bank Building, Fagatogo, American Samoa
23	Groeselaan 18, 3521 CB Utrecht, Netherlands
24	PO Box 66, Bairiki, Tarawa, Republic of Kiribati
25	C/O The Corporation Trust Co, 1209 Orange Street, Wilmington, Delaware, USA
26	347 Kent Street, Sydney, NSW, 2000

Company Secretary's Office Level 6, 100 Queen Street Melbourne Vic 3000

> Phone 03 9273 6141 Fax 03 9273 6142 www.anz.com

11 June 2002

Company Announcements Australian Stock Exchange Level 10 20 Bond Street SYDNEY NSW 2000

Iluka Resources Limited Notice of initial substantial holder - Withdrawn

ANZ gave a Notice of Initial Substantial Holder in relation to Iluka Resources Limited on 3 June 2002.

That notice was given in error, and is withdrawn. ANZ is not a Substantial Holder in Iluka Resources Limited.

Yours faithfully

July Mit

Jane Slatter

Group General Counsel & Company Secretary

Encl.

	ASIC register	ed agent number 7	7159					207 page 1/1 15 Ju	ıly 200	
	lodging party	or agent name 💆	ANZ Company Sec	retary's Of	fice					
	office, level, building n						_			
	streel		00 Queen Stree	state/terr	ritory st	IC postcode 3 0				
		telephone (03) 9273 6141		itory V	1C postcoce 30	-			
		facsimile (03) 9273 6142				$- \models$	ASS. R	REQ-A [
		DX number	sut	burb/city				CASH. R	REQ.P	
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			AUSTRALIA AND N	IEW ZEALAND	BANKI	NG GROUP LIMI	TED			
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	date	e of issue (d/m/y)	20 / 05 / 2002	or period of issue (o	d/m/y)	from /	/	to / /		
	Class of shares	- show only details	of shares which have bee	en issued.		are listing any of the o	ommon clas	ses of shares shown below, show		
	class code	full title] Ifyou	are listing a different of		e, at 'class code' show a letter		
			V DAID CUADE		code	of no more than 4 lette	rs and then :	show the full title.		
	ORD OF	CDINARI FULL	LY PAID SHARE		code		code	full title		
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					B 540	Betc	CUMP	cumulative preference		
					EMP FOU	employee's founders	NCP REDP	non-cumulative preference redeemable preference		
					LG	life governor's	NRP	non-redeemable preference		
					MAN	=	CRP	cumulative redeemable preference		
					ORD	ordinary	NCRP	non-cumulative redeemable preferer	nce	
					RED	redeemable	PARP	participative preference		
					SPE	special				
	Details of share	es issued								
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· .			CAREN KA-LENG		capacity	SECRETARY				

	gistered agent number	7159					207 page 1/1	15 July
roading t	party or agent name		Secretary's Of	fice				
office, level, build	ding name or PO Box no.	Level 6	· · · · · · · · · · · · · · · · · · ·			<u> </u>		
;	street number & name	100 Queen St	reet					
	suburb/city	Melbourne	state/terr	itory v	IC postcode 3 0	00		
	telephone	(03) 9273 61	141					
	facsimile	(03) 9273 61	142				ASS.	☐ REC
	DX number		suburb/city				CASH PROC	
		Australian Securitie	es & Investments Con	nmissio	1		form 207	
<		Notification of					Corporations Act 2001	
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	company name	AUSTRALIA ANI	D NEW ZEALAND	BANKII	NG GROUP LIM	TED		
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				В	8etc	CUMP	cumulative preference	
				EMP	employee's	NCP	non-cumulative preference	
				FOU	founders	REDP	redeemable preference	
			-	LG	life governor's	NRP	non-redeemable preference	
				MAN	management	CRP	cumulative redeemable prefer	ence
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Media Release



Corporate Affairs
Level 20, 100 Queen Street
Melbourne Vic 3000
Facsimile 03 9273 4899

For Release: 6 June 2002

ANZ secures lease for new Koroit branch

ANZ today announced it had secured premises for a new bank branch in Koroit, demonstrating the bank's commitment to provide branch banking services in Victoria's south-west region.

The decision to locate a new ANZ branch in Koroit follows National Australia Bank's decision to close its Koroit and Mortlake branches and a subsequent meeting in April between ANZ and a delegation of Moyne Shire Council and Victorian Farmers Federation representatives led by Federal Member for Wannon, David Hawker MP.

ANZ will open the branch at 174 Commercial Road, Koroit, on 1 July 2002 and will maintain the same opening hours as Koroit's National Australia Bank branch, which will close later in July.

ANZ District Manager for Victoria's south-west, Mr David Brown, said the decision to open a new branch in Koroit was based on the high level of community support for maintaining a local bank branch.

"Based on community feedback it was clear people in the south-west value having a local branch and face-to-face banking still plays an important role in helping them with their financial needs.

"ANZ has received tremendous support from the local community which enabled us to take the next step and offer customers in Koroit and surrounds new banking premises and a full range of financial services," said Mr Brown.

"We expect the level of interest will increase over the coming weeks, particularly as our opening day coincides with the start of the new financial year - a good day to support ANZ's new branch, close accounts with banks leaving the area and open a new ANZ account," he said.

The new ANZ Koroit branch will be open from 9.30 am to 12.30pm and 1.00 pm to 4.00 pm on Mondays and Thursdays and from 9.30 am to 12.30pm and 1.00 pm to 5.00 pm every Friday.

ANZ expects to commence fit-out of the new premises in mid-June.

For media enquiries, contact:

Rita Zonius Media Relations Manager Tel: 03-9273 6190 or 0409-655 551 Email: zoniusr@anz.com

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002.

lame	of entity	·
AUS	TRALIA AND NEW ZEALAND B	ANKING GROUP LIMITED
ABN		
)5 357 522	
·	the entity) give ASX the following i	information.
	t 1 - All issues ust complete the relevant sections (attach si	heets if there is not enough space).
1	⁺ Class of ⁺ securities issued or to be issued	Ordinary Shares
2	Number of *securities issued or to be issued (if known) or maximum number which may be issued	1,639,356
3	Principal terms of the *securities (eg, if options, exercise price and expiry date; if partly paid *securities, the amount outstanding and due dates for payment; if *convertible securities, the conversion price and dates for conversion)	Fully Paid Shares
	÷	

Appendix 3B Page 1

⁺ See chapter 19 for defined terms.

Do the *securities rank equally in all | Yes, pari passu with existing ordinary shares. respects from the date of allotment with an existing +class of quoted *securities?

If the additional securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

Issue price or consideration

1,403,306 shares at \$18.75 100,000 shares at \$9.51 20,000 shares at \$10.11 70,000 shares at \$10.34 8,000 shares at \$11.44 6,875 shares at \$13.70 7,500 shares at \$14.63 17,250 shares at \$14.92 6,425 shares at \$17.05 1,639,356 shares

Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)

1,403,306 shares issued to ANZEST Pty Ltd as trustee under the ANZ Employee Share Acquisition Plan to hold on trust for the beneficial interest of employees.

236,050 shares issued on exercise of options.

7 Dates of entering *securities into uncertificated holdings despatch of certificates

1,403,306 shares on 24 April 2002 37,425 shares on 20 May 2002 18,000 shares on 21 May 2002 63,500 shares on 22 May 2002 112,000 shares on 23 May 2002 5,125 shares on 31 May 2002 1,639,356 shares

Appendix 3B Page 2

⁺ See chapter 19 for defined terms.

	•	Number	+Class
8	Number and *class of all *securities quoted on ASX (including the securities in clause 2 if applicable)	1,498,927,245	Ordinary fully paid
		34,311,190	Options on issue
		64,016,000	1998 Redeemable Preference Shares.
		60,016,000	1998 Redeemable Preference Shares (Series 2).
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Same as existing fully p	aid ordinary shares.
	2 - Bonus issue or pro		·
11	Is security holder approval required?		
12	Is the issue renounceable or non-renounceable?		
13	Ratio in which the *securities will be offered		
14	*Class of *securities to which the offer relates		·
15	⁺ Record date to determine entitlements		·
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?		

Policy for deciding entitlements in relation to fractions

11/3/2002

17

⁺ See chapter 19 for defined terms.

Appendix 3B New issue announcement

18	Names of countries in which the entity has *security holders who will not be sent new issue documents		
	Note: Security holders must be told how their entitlements are to be dealt with.		
•	Cross reference: rule 7.7.]
19	Closing date for receipt of acceptances or renunciations		
20	Names of any underwriters	·	
21 -	Amount of any underwriting fee or commission		
22 	Names of any brokers to the issue		
23	Fee or commission payable to the broker to the issue		
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of *security holders*		
25	If the issue is contingent on *security holders' approval, the date of the meeting		
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled		
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders		
28	Date rights trading will begin (if applicable)		
29	Date rights trading will end (if applicable)		

Appendix 3B Page 4

⁺ See chapter 19 for defined terms.

	How do *security holders sell their entitlements in full through a proker?
(How do *security holders sell part of their entitlements through a proker and accept for the balance?
t	How do *security holders dispose of heir entitlements (except by sale hrough a broker)?
33	Despatch date
	- Quotation of securities only complete this section if you are applying for quotation of securities
	Type of securities tick one)
(a) [Securities described in Part 1
(b) {	All other securities Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employed incentive share securities when restriction ends, securities issued on expiry or conversion of convenible securities
Entities	that have ticked box 34(a)
	nal securities forming a new class of securities litional securities do not form a new class, go to 43)
Tick to it document.	dicate you are providing the information or
35 [If the *securities are *equity securities, the names of the 20 largest holders of the additional *securities, and the number and percentage of additional *securities held by those holders
36 [If the *securities are *equity securities, a distribution schedule of the additional *securities setting out the number of holders in the categories 1 - 1,000 1,001 - 5,000 5,001 - 10,000
	10,001 - 100,000 100,001 and over
37 [A copy of any trust deed for the additional *securities
-	
→ Seé cha	pter 19 for defined terms.

11/3/2002

min 1772 Transact

Appendix 3B Page 5

Appendix 3B New issue announcement

Entit	ies that have ticked box 34(b)		
38	Number of securities for which †quotation is sought		
. 39	Class of *securities for which quotation is sought		
	· · · ·		
40	Do the *securities rank equally in all respects from the date of allotment with an existing *class of quoted *securities?		
	If the additional securities do not rank equally, please state: the date from which they do the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment		
41	Reason for request for quotation now		
	Example: In the case of restricted securities, end of restriction period		
	(if issued upon conversion of another security, clearly identify that other security)		
		Number	+Class
42	Number and *class of all *securities quoted on ASX (including the securities in clause 38)	,	
All o	(now go to 43)		
All el Fees	ntities		
43	Payment method (tick one)		
	Cheque attached		
	Electronic payment made Note: Payment may be made electronically if A	Appendix 3B is given to ASX electronic	cally at the same time.
	Periodic payment as agreed with Note: Arrangements can be made for employe		

Appendix 3B Page 6 - 11/3/2002

⁺ See chapter 19 for defined terms.

Quotation agreement

- [†]Quotation of our additional [†]securities is in ASX's absolute discretion. ASX may quote the [†]securities on any conditions it decides.
- We warrant the following to ASX.
 - The issue of the *securities to be quoted complies with the law and is not for an illegal purpose.
 - There is no reason why those *securities should not be granted *quotation.
 - An offer of the *securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any *securities to be quoted and that no-one has any right to return any *securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the *securities be quoted.
- We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the *securities to be quoted, it has been provided at the time that we request that the *securities be quoted.
- If we are a trust, we warrant that no person has the right to return the *securities to be quoted under section 1019B of the Corporations Act at the time that we request that the *securities be quoted.
- We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before *quotation of the *securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:

Secretary

Date: 6 June 2002

Print name:

Karen Ka-Leng Phillips

Appendix 3B Page 7

⁺ See chapter 19 for defined terms.

ASIC re	egistered agent number	7159	•				207 page	e 1/1 15 Ju	ıly 7
	party or agent name	7133	Secretary's Of	fice					
office, level, bui	iding name or PO Box no.					-			
	street number & name	100 Queen St	reet						
	suburb/city	Melbourne	state/terri	tory , ,	IC postcode 3000	5			
	telephone	(03) 9273 6	141						
	facsimile	(03) 9273 6	142			_ [_			ÆQ-
	DX number		suburb/city					CASH. R	REQ.
:		Australian Securitie	es & Investments Con	nmissio	<u>n</u>		form 207		
		Notification of					Corporations Act	2001	
		share issue.					254X (1)		
	company name	ALLOWD NATA AND	D MILL GENERALD	DANKE	NG CROUP I THIM				_
		005 357 522	D NEW ZEALAND	DANKI	NG GROUP LIMIT			<u>-</u>	
Details o	f the issue								
	date of issue (d/m/y)	21 / 05 / 2002	or period of issue (d.	/m/y)	from / /	<u> </u>	to /	1	
Class of sh	Iares - show only deta	ils of shares which have	e been issued.		are listing any of the com	mon cla	sses of shares shown be	low, show	
lass code	full title			If you	he class code. are listing a different clas			a letter	
ORD	ORDINARY FU	LLY PAID SHAR	E		of no more than 4 letters a				
			_	code		code	full title	 	
				A	A	PRF	preference		
				8	Betc	CUMP			
				EMP	employee's	NCP	non-cumulative prefe		
]			1	FOU	founders	REDP	redeemable preferen		
1			ĺ	LG	life governor's	NRP CRP	non-redeemable pref		
]				MAN ORD	•	NCRP	cumulative redeemat	•	
]			1	RED	ordinary	PARP	non-cumulative redec	•	ке
	•]	SPE	redeemable special	FARF	participative preferer	ice	
									
Details of	shares issued								
class of share		···	number issued		amount (if any) paid, or a be considered as paid, pe	-	amount unpaid (if a	my), per share	
ORD			10,000			0.34		\$0	
ORD			5,000			1.44		\$0	_
ORD			375 750			3.70 4.63		\$0 \$0	
2. Were !	Public companies must a	No other forms are recess issued under a writte banies must also lodge a also lodge a form 2072 a	en contract Yes a Form 207Z certifying that and either a Form 208 or a	: all stam		ſ	Small Business (less tha	n 20 employees	 i).
· ·	If No. Public companie	s must also lodge a Fori	m 208.			.	please provide an estima to complete this form		
Signature	e	I certify that the inform	nation in this form is true a	and comp	lete.		instructions, wo and obtaining th The time spent	ne information by all employee:	esi
	print name	KAREN KA-LEN	G PHILLIPS	capacity	SECRETARY-		cullecting and p information	roviding this	
-	•	(h)					lus	mins	
•		1 band				[hrs	mins	

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date 07 / 06 / 02

, ssign here

	egistered agent number	7159					207	page 1/1	15 July 2
lodging	party or agent name	ANZ Company	Secretary's Of	fice					
office, level, bu	ulding name or PO Box no	Level 6							
		100 Queen St							
	 suburb/city 	Melbourne	state/terri	itory V	IC postcode 3 C	000			
	telephone		141						
	facsimile	(03) 9273 6	142					ASS.	
	DX number	<u> </u>	suburb/city					PRO	H. REQ.F C. REQ.F
		Australian Securiti	ies & Investments Cor	nmissior			form 207		
		Notification of			-		Corporations	- Act 2001	
	$\langle\!\langle \langle \langle \rangle \rangle\!\rangle$	share issue					254X(1)	5 ACL 2001	
		311d1C 133UC	•				2347(1)		
	company name	' AIICTDALTA AN	ND NEW ZEALAND	DANKI	IG GROUP LIM	TTED			·
	· -	005 357 522	TO NEW ZEADAND	DANKII	IG GROUP LIM	I I ED			
Details o	of the issue					•			
	date of issue (d/m/y)	21 / 05 / 200	2 or period of issue (d	l/m/y)	from /		to /	/ /	
Class of st	hares - show only deta	ails of shares which hav	ve been issued.		are listing any of the	common clas	ses of shares shov	vn below, sho	w
lass code	full title	-		•	ne class code. are listing a different	class of shar	e, at 'class code' s	how a letter	
					of no more than 4 lette				
ORD	ORDINARY FU	LLY PAID SHAF	RE	code	full title	code	full title		
				A	A	PRF	preference		
				В	Betc	CUMP	cumulative pref	erence	
				EMP	employee's	NCP	non-cumulative	preference	
				FOU	founders	REDP	redeemable pre	•	
				LG	life governor's	NRP	non-redeemable		
	•			MAN	management	CRP	cumulative rede	•	rence
				****	-			•	
	ł		I	OPD		NCDD	non-cumulativa	radaamahla r	nreference
				ORD	ordinary redeemable	NCRP	non-cumulative		preference
			,	ORD RED SPE	redeemable special	NCRP PARP	non-cumulative participative pre		preference
				RED	redeemable				preference
Details of	shares issued			RED	redeemable special	PARP	participative pre	eference	
			number issued	RED SPE	redeemable special - amount (if any) paid.	PARP or agreed to	participative pre	eference	
			number issued	RED SPE	redeemable special	PARP or agreed to	participative pre	eference	
class of share			1,500	RED SPE	redeemable special amount (if any) paid, be considered as pai	PARP or agreed to d, per share \$14.92	participative pre	eference	share \$0.
class of share				RED SPE	redeemable special amount (if any) paid, be considered as pai	PARP or agreed to d, per share	participative pre	eference	share \$0.
class of share			1,500	RED SPE	redeemable special amount (if any) paid, be considered as pai	PARP or agreed to d, per share \$14.92	participative pre	eference	share \$0.
class of share			1,500	RED SPE	redeemable special amount (if any) paid, be considered as pai	PARP or agreed to d, per share \$14.92	participative pre	eference	share \$0.
class of share		for cash only? Ye	1,500	RED SPE	redeemable special amount (if any) paid, be considered as pai	PARP or agreed to d, per share \$14.92	participative pre	eference	share \$0.
class of share	e all shares been issued	for cash only? Ye 1. No other forms are re	1,500 375	RED SPE	redeemable special amount (if any) paid, be considered as pai	PARP or agreed to d, per share \$14.92	participative pre	eference	share \$0.
class of share	e all shares been issued		1,500 375	RED SPE	redeemable special amount (if any) paid, be considered as pai	PARP or agreed to d, per share \$14.92	participative pre	eference	share \$0.
DRD DRD . Have	e all shares been issued If Yes, lodge this form e some or all of the shar	n. No other forms are re	1,500 375 as X No acquired. If No, see the contract Yes	RED SPE	redeemable special amount (if any) paid, be considered as pai	or agreed to d, per share \$14.92 \$17.05	participative pre	eference	share \$0.
DRD DRD . Have	e all shares been issued If Yes, lodge this form e some or all of the shar	n. No other forms are re	1,500 375 25 X No	RED SPE	redeemable special amount (if any) paid, be considered as pai	or agreed to d, per share \$14.92 \$17.05	participative pre	eference	share \$0.
DRD DRD . Have	e all shares been issued If Yes, lodge this form e some or all of the shal If Yes, Proprietary com	n. No other forms are re res issued under a writt panies must also lodge	1,500 375 as X No acquired. If No, see the contract Yes	RED SPE	redeemable special amount (if any) paid, be considered as paid to io io io io uties have been paid to special special in the	or agreed to d, per share \$14.92 \$17.05	participative pro	d (if any), per	\$0. \$0. \$0.
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DRD DRD I. Have	e all shares been issued If Yes, lodge this form e some or all of the shar If Yes, Proprietary com Public companies must If No, Public compani	n. No other forms are re res issued under a writt ipanies must also lodge also lodge a Form 2072 es must also lodge a Fo	1,500 375 as X No age equired. If No, see the contract Yes a Form 207Z certifying that and either a Form 208 or a time 208.	item 2	redeemable special amount (if any) paid, be considered as paid to the	or agreed to d, per share \$14.92 \$17.05	Small Business (lest please provide an et complete this for an et complete this for an et complete this for and obtain. The time structions and obtain.	eference d (if any), per d (if any), per ss than 20 em estimate of the actually spent ns, working or spent by all er and providing	\$0\$0\$0 \$0 \$0 \$1 \$1
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ASIC	registered agent number	7159					207 pa	ge 1/1	15 July 20
	g party or agent name		Secretary's Of	fice					
office, level, b	u i ding name or PO Box no	Level 6							
	street number & name	100 Queen St	reet						
		Melbourne	state/terri	tory t	ric postcode 3000				
	telephone	(03) 9273 6	141						
	facsimile	(03) 9273 6	142					ASS.	☐ REQ.A
	DX number		suburb/city			. L		CASH. PROC.	
		Australian Securiti	es & Investments Con	nmissio	1	-	form 207		
								-	-
		Notification of					Corporations A	ct 2001	
		share issue	:				254X(1)		_
		•							
	company name	AUSTRALIA AN	ID NEW ZEALAND I	BANKI	NG GROUP LIMITE	D			
•	A.C.N.	005 357 522							
Detaile	of the issue								•
Details	or the issue								
	date of issue (d/m/y)	22 / 05 / 2002	or period of issue (d/	/m/y)	from / /		to /	1	
		4							
Class of s	hares - show only deta	ils of shares which hav	e been issued.		are listing any of the comm	on class	es of shares shown b	elow, shov	٠ .
class code	full title	· · · · · · · · · · · · · · · · · · ·		If you	he class code. are listing a different class			v a letter	
ORD		LLY PAID SHAF	RE		of no more than 4 letters an				
				code		code	full title		
				A		PRF	preference		
				В		CUMP	cumulative preferer		
				EMP	. ,	NCP	non-cumulative pre		
				FOU		redp Nrp	redeemable prefere		
				LG MAN	3	CRP	non-redeemable pro cumulative redeema		2550
				ORD	- · · 3 · · - ·	NCRP	non-cumulative red		
				RED	,	PARP	participative prefer	•	Cicience
			1	SPE	special		porticipative prefer	21.00	
Details of	shares issued					~		•	•
class of share	e		number issued		amount (if any) paid, or ago		amount unpaid (if	any), per s	hare
					be considered as paid, per	share			
ORD			20,000		\$10	.11			\$0.00
ORD			25,000		\$10	.34			\$0.0
ORD			2,875		\$13		. <u> </u>		\$0.0
ORD			3,000		\$14	.63			\$0.0

1. Have	all shares been issued t	or cash only? Yes	s 🕱 No 🔲						
	If Yes, lodge this form.	No other forms are re	quired. If No, see i	item 2					
			_		_				
2. Wer	e some or all of the shar	es issued under a writte	en contract Yes	1	√o 🔀				
	If Yes, Proprietary comp	panies must also lodge	a Form 207Z certifying that	all stamp	duties have been paid.				
			and either a Form 208 or a	copy of t	he contract.	Sr	nall Business (less th	an 20 empl	loyees).
	If ivo. Public companie	s must also lodge a For	m 208.				ease provide an estir complete this form	nate of the	time taken
C:							Include		
Signatur	е					1.	. The time actua		
		I certify that the inform	mation in this form is true a	and comp	ete.		instructions, w		
	-						 and obtaining The time spen 		
							collecting and		
	atint name	KAREN KA-LEN	G PHILLIPS	capacity	SECRETARY		information-	•	
		1,0					DIS	mas	
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	sign here	wereding	_		uate 017 00 7				÷Go

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lodaina	gistered agent number	7159					207	page 1/1	15 July 20
	party or agent name		Secretary's Of	fice					
	lding name or PO Box no.								
		100 Queen St	reet						
	suburb/city	Melbourne	state/terr	itory 🗸	IC postcode 3	000			
	telephone	(03) 9273 61	.41						
	facsimile	(03) 9273 61	.42					ASS.	
	DX number		suburb/city					CASI PRO	
		Australian Securitie	es & Investments Cor	mmission	1		form: 207		
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		share issue					.254X(1)		
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D-4-31	S Alon Zanasa	Ī							
vetaiis o	f the issue								
	date of issue (d/m/y)	22 / 05 / 2002	or period of issue (o	i/m/yl	from /	. ,	to	, ,	
	2310 0. 12300 (unit) ji		5. ps. 156 (c			· · · · · · · · · · · · · · · · · · ·		- '	
Class of sh	ares - show only deta	ails of shares which have	been issued.		are listing any of the	e common cla	sses of shares shov	vn below, sho	w
lass code	full title			If you	are listing a differer			how a letter	
ORD	ORDINARY PI	LLY PAID SHAR	E.	code o	of no more than 4 let	tters and then	show the full title.		
UND	ONDINANT TO	DDI TAID OILAN		code	full title	code	full title		
				Α	Α	PRF	preference		
}				В	Betc	CUMP	cumulative pref	erence	
			•	EMP	employee's	NCP	non-cumulative	preference	
}			j	FOU	founders	REDP	redeemable pre	ference	
				ŁG	life governor's	NRP	non-redeemable	preference	
			·	MAN	management	CRP	cumulative rede	emable prefe	rence
i								todoomable r	
				ORD	ordinary	NCRP	non-cumulative	redeemable t	preference
				ORD RED	ordinary redeemable	NCRP PARP	participative pr		reference
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				RED	redeemable				preference
Details of	shares issued			RED	redeemable special	PARP	participative pr	eference	
	shares issued		number issued	RED SPE	redeemable special amount (if any) paid	PARP . d. or agreed to	participative pr	eference	
class of share	shares issued			RED SPE	redeemable special	PARP d. or agreed to aid, per share	participative pr	eference	share
class of share	shares issued		number issued 9, 250 3, 375	RED SPE	redeemable special amount (if any) paid	PARP . d. or agreed to	participative pr	eference	share \$0.00
class of share	shares issued		9,250	RED SPE	redeemable special amount (if any) paid	PARP d. or agreed to aid, per share \$14.92	participative pr	eference	\$0.00 \$0.00
Details of class of share ORD ORD	shares issued		9,250	RED SPE	redeemable special amount (if any) paid	PARP d. or agreed to aid, per share \$14.92	participative pr	eference	share \$0.00
class of share	shares issued		9,250 3,375	RED SPE	redeemable special amount (if any) paid	PARP d. or agreed to aid, per share \$14.92	participative pr	eference	\$0.00 \$0.00
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DRD DRD LL LL Have	all shares been issued (for cash only? Yes . No other forms are req	9,250 3,375	RED SPE	redeemable special amount (if any) paid	PARP d. or agreed to aid, per share \$14.92	participative pr	eference	\$0.00 \$0.00
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	registered agent number	7159				207 page 1/1 15 July 20	
lodgin	g party or agent name	ANZ Company S	Secretary's Of	fice			
office, level, b	ulding name or PO Box no.						
	street number & name	100 Queen Str					
	telephone	Melbourne	state/territ	tory VIC postcode 3	000		
	facsimile					ASS. REQ-A	
	DX number		suburb/city			CASH. REQ.P	
	^	Australian Securities	s & Investments Com	amission		form 207	
:						form ZU I	
		Notification of				Corporations Act 2001	
		share issue				254X (1)	
	company name	AUSTRALIA AND	NEW ZEALAND I	BANKING GROUP LIM	IITED		
•	A.C.N.	005 357 522					
Details (of the issue						
	date of issue (d/m/y)	23 / 05 / 2002	or period of issue (d/	/m/y) from /	1	to / /	
	date of issue (armry)	23 / 03 / 2002	or belief of 1220s (d)	mag nom I		S 1 1	
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]			EMP employee's	NCP	non-cumulative preference	
				FOU founders	REDP	redeemable preference	
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Australian Securities & Investments Commission Company name AUSTRALIA AND NEW ZEALAND BANKING GROUP Lim		
street number & name 100 Queen Street subutb/city Melbourne state/territory VIC postcode 30 19273 6141 (03) 9273 6142 (03) 9273		
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		instructions, working on the question
	1	and obtaining the information
	}	The time spent by all employees in collecting and providing this
print name KAREN KA-LENG PHILLIPS capacity SECRETARY		information
<u> </u>		
(1)4/, 7-, ,		hrs mins
sign here William date 07 / 06	/ 02	

·	- 38 -	Michile	,
	Y SECRETARY'S OFFICE FOR ANZ BANK	7 4	· · · · · · · · · · · · · · · · · · ·
address LEVEL 6 100 QUEE	N STREET		
MELBOUF phone DX	RNE, VIC, 3000 fax city		Req-A Req-P
4	Australian Securities and Investments Commission	form 708	
	Notification of hold proper a	Corporations A uthority 811(4)(b) & 811	
	This form may be used to notify a number of holdin. Documents to be lodged with this Notice when persons a Subsection 811(4)(a) requires a copy of the proper authorities Notice	commence to hold proper authority.	ged with
Details of the li	cence		
type of licence licence number	• •		
	Does the register contain more than 100 proper authority	holders? [X] yes [] No
Details of licens	see (Register Keeper)		
name ACN or ARBN	AUSTRALIA AND NEW ZEALAND BANKING GROUP LI 005 357 522 principal place at which business is being carried on	MITED	
address	100 QUEEN STREET MELBOURNE, VIC, 3000		
Details of repre	sentatives		
	[X] commenced to hold proper authority [] ceased to hold proper authority [] re-issue of proper authority due to a licence variation		
	ABBASI, SHADEE 27/223 HARRIS STREET PYRMONT, NSW, 2009		
date of birth date commenced date ceased	•	W	
	Is the address where business is carried on the same as [] yes [X] no if no, state full address below		
address	194 BANNA AVENUE GRIFFITH, NSW, 2680		
		·	

etails of repre	esentatives (continued)
	[X] commenced to hold proper authority [] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	BAGLEY, TANIA MAREE 23/336 BOUNDARY STREET SPRING HILL, QLD, 4000
date of birth date commenced date ceased	
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	324 QUEEN STREET BRISBANE, QLD, 4000
	[X] commenced to hold proper authority [] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	BRASSACCHIO, DOMENIC 230 GALLAGHERS ROAD GLEN WAVERLEY, VIC, 3150
date of birth date commenced date ceased	· · · · · · · · · · · · · · · · · · ·
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	10/530 COLLINS STREET MELBOURNE, VIC, 3000
	[X] commenced to hold proper authority [] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	GRECH, ANDREW RICHARD 1 MOIRA DRIVE KIALLA WEST, VIC, 3631
date of birth date commenced date ceased	·
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	261 WYNDHAM STREET SHEPPARTON, VIC, 3630

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Details of repre	sentatives (continued)
	[X] commenced to hold proper authority [] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	HARPER, KIM LOUISE 106 DION CRESCENT RIVERSIDE, TAS, 7250
date of birth date commenced date ceased	21/06/1969 place of birth LAUNCESTON, TAS 7/06/2002
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	69 BRISBANE STREET LAUNCESTON, TAS, 7250
	[X] commenced to hold proper authority [] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	JONES, KOBY LEE 5/30-32 NICHOLSON STREET BRUNSWICK EAST, VIC, 3057
date of birth date commenced date ceased	·
	Is the address where business is carried on the same as the address for the licensee? [] yes [X] no if no, state full address below
address	155 LONDSDALE STREET DANDENONG, VIC, 3175
	[X] commenced to hold proper authority [] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	LILLEY, SHARON LORRAINE 6 LOFTY PLACE CRANEBROOK, NSW, 2749
date of birth date commenced date ceased	
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	CNR RILEY AND HENRY STREETS PENRITH, NSW, 2750
	-11.1

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Details of repre	sentatives (continue	ed)	, ,
	[X] commenced to hold pro [] ceased to hold proper a [] re-issue of proper author	pper authority authority ority due to a licence variation	
	MARTIN, PETER GERALD 50 LOYOLA GROVE BURNLEY, VIC, 3121		
date of birth date commenced date ceased		place of birth YALLOURN, VIC	
		ess is carried on the same as the a if no, state full address below	ddress for the licensee ?
address	LEVEL 3 388 COLLINS STREET, MELBOURNE, VIC, 3000		
	[X] commenced to hold proper a [] ceased to hold proper a [] re-issue of proper author		
reps name address	STAGGS, MARK CHRISTO 22A RUSDEN STREET BRIGHTON, VIC, 3186	PHER ALLAN	
date of birth date commenced date ceased		place of birth ADELAIDE, SA	
		ess is carried on the same as the a if no, state full address below	ddress for the licensee ?
address	420 ST KILDA ROAD MELBOURNE, VIC, 3004		
		-	
		•	
Annexures	(If insufficient space on forπ	n) Further details are enclosed in th	ne annexure marked () of ()pages.
Signature	PHILLIPS, KAREN KA-LEN	e .	capacity SECRETARY
sign here	While Warley	<u></u>	date 7/06/2002

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page 4

•	-42 -		Midelle
address LEVEL 6 100 QUEE	Y SECRETARY'S OFFICE FOR ANZ BANK		
phone DX	fax city		Ass Req-A Req-P Proc
<u> </u>	Australian Securities and Investments Commission	form 708	
	Notification of hold proper a	uthority	Corporations Act 2001 811(4)(b) & 811(7)
	This form may be used to notify a number of holding Documents to be lodged with this Notice when persons a Subsection 811(4)(a) requires a copy of the proper authorities Notice	commence to hold p	roper authority.
Details of the li	cence	•	
type of licence licence number			
	Does the register contain more than 100 proper authority	holders ?	[X] yes [] No
Details of licens	see (Register Keeper)		
ACN or ARBN	AUSTRALIA AND NEW ZEALAND BANKING GROUP LI 005 357 522 principal place at which business is being carried on 100 QUEEN STREET MELBOURNE, VIC, 3000	MITED	
			
Details of repre	sentatives		
] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation 	ı	
	BURVILL, BRENDON 29 CALILLY WAY BALDIVIS, WA, 6171		
date of birth date commenced date ceased	22/08/2000	l,	
	Is the address where business is carried on the same as [] yes [X] no if no, state full address below		icensee ?

address 7/77 ST GEORGES TERRACE PERTH, WA, 6000

Reference: ANZ

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page 1

Details of repre	sentatives (continued)
	 [] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	CALGARO, ROBERT 34 CALLUM STREET MOOROOBOOL, QLD, 4870
date of birth date commenced date ceased	23/05/1997
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	467 MULGRAVE ROAD EARLVILLE, QLD, 4870
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	CAMERON HILL, JAMES ALEXANDER 5 PEAR TREE WAY GLEN WAVERLEY, VIC, 3150
date of birth date commenced date ceased	27/03/2000
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	LEVEL 6 287 COLLINS STREET, MELBOURNE, VIC, 3000
] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	CENTOFANI, ELIO 14/340 DANDENONG ROAD EAST ST KILDA, VIC, 3183
date of birth date commenced date ceased	4/06/2001
. •	Is the address where business is carried on the same as the address for the licensee? [] yes [X] no if no, state full address below
address	1/394 GLENHUNTLY ROAD ELSTERNWICK, VIC, 3185

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etails of repre	esentatives (continued)
	 [] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	CONNER, GARRY WILLIAM 29 HEATHFIELD GROVE MONTROSE, VIC, 3765
date of birth date commenced date ceased	
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	21ST FLOOR 530 COLLINS STREET, MELBOURNE, VIC, 3000
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	CRAIG, COLIN DOUGLAS 6 HOPETOUN STREET WOONONA, NSW, 2517
date of birth date commenced date ceased	7/11/1997
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address ·	3/388 COLLINS STREET MELBOURNE, VIC, 3000
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
•	CREAGH, ANTHONY STEPHEN 11 TREETOP CLOSE CHAPEL HILL, QLD, 4069
date of birth date commenced date ceased	24/01/2001
	Is the address where business is carried on the same as the address for the licensee? [] yes [X] no if no, state full address below
address	324 QUEEN STREET BRISBANE, QLD, 4000

Trace:

Details of representatives (continued) [] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation reps name DAVISON, LIESL address ADMIRALTY TOWERS III 8/501 QUEEN STREET, BRISBANE, QLD, 4000 date of birth 16/04/1969 place of birth BRISBANE, QLD date commenced 13/10/2000 date ceased -22/04/2002 Is the address where business is carried on the same as the address for the licensee? [] yes if no, state full address below [X] no address 324 QUEEN STREET BRISBANE, QLD, 4000 I commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation reps name DERHAM, TREVOR BRYANT address 25 ABERCROMBIE STREET BALWYN, VIC, 3103 date of birth 16/12/1970 place of birth TRARALGON, VIC date commenced 1/09/2000 date ceased 9/05/2002 Is the address where business is carried on the same as the address for the licensee? if no, state full address below [] yes [X] no address 530 COLLINS STREET MELBOURNE, VIC, 3000 [] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation reps name HAMMOND, TODD ALEXANDER address 21 BUCKLE COURT TOOWOOMBA, QLD, 4350 place of birth SUBIACO, WA date of birth 02/02/1971 date commenced 4/09/1998 date ceased 23/05/2002 Is the address where business is carried on the same as the address for the licensee? [X] no if no, state full address below address CNR JAMES STREET & ANZAC AVENUE

Reference: ANZ

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TOOWOOMBA, QLD, 4850

Details of repre	sentatives (continued)
	 commenced to hold proper authority ceased to hold proper authority re-issue of proper authority due to a licence variation
	JONES, BARBARA ANGELA 2/28 NALDERA STREET GLANDORE, SA, 5037
date of birth date commenced date ceased	28/08/2000
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	MCLAREN VALE SHOPPING CENTRE MAIN ROAD, MCLAREN VALE, SA, 5171
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	MASTROGIANNI, FOTINI 8 SHAW STREET PETERSHAM, NSW, 2049
date of birth date commenced date ceased	1/10/1998
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	2/68 PITT STREET SYDNEY, NSW, 2000
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	ROSE, SHANE ALLAN 10 LOCHGOYLE DRIVE WOODVILLE, NSW, 2321
date of birth date commenced date ceased	11/01/2000
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	LAWES STREET EAST MAITLAND, NSW, 2323
	<u> </u>

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Details of representatives (continued) [] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation reps name SOUKHANOVA, NATASHA address 3/1 WARRINGAL STREET BULLEEN, VIC, 3105 date of birth 29/10/1971 place of birth UZBEKISTAN, UZBEKISTAN date commenced 14/12/2001 date ceased 26/02/2002 Is the address where business is carried on the same as the address for the licensee? [X] no if no, state full address below [] yes address 614 BURKE ROAD CAMBERWELL, VIC, 3124] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation reps name THURLOW, MARK RUSSELL address 1 DERRIL PLACE FRANKSTON, VIC, 3199 date of birth 18/09/1974 place of birth FRANKSTON, VIC date commenced 8/10/1999 date ceased 20/07/2001 Is the address where business is carried on the same as the address for the licensee? if no, state full address below [] yes [X] no address 1/394 GLENHUNTLY ROAD ELSTERNWICK, VIC, 3185 [] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation reps name WARMAN, ANTHONY ROSS address 20 SAMSON STREET MOSMAN PARK, WA, 6012 date of birth 21/06/1967 place of birth PERTH, WA date commenced 8/10/2001 date ceased 8/10/2001 Is the address where business is carried on the same as the address for the licensee? [X] no if no, state full address below address 77 ST. GEORGES TERRACE PERTH, WA, 6000

Reference: ANZ

Trace:

Details of representatives (continued)

Annexures

(If insufficient space on form) Further details are enclosed in the annexure marked () of ()pages.

Signature

print name PHILLIPS, KAREN KA-LENG

capacity SECRETARY

sign here

Muly

date 7/06/2002

Reference: ANZ

Trace:

page 7

Form 603

Corporations Act 2001 Section 671B

Notice of initial substantial holder

To Company Name/Scheme

Alesco Corporation Limited (the "Entity")

ACN/ARSN

008 666 064

This notice is given by Australia and New Zealand Banking Group Limited ABN 11 005 357 522 ("ANZ") on behalf of itself and each of its controlled bodies corporate ("ANZ Subsidiaries") named in the list of 5 pages annexed to this notice and marked "A".

1. Details of substantial holder

Name

Australia and New Zealand Banking Group Limited ("ANZ")

ACN/ARSN (if applicable)

005 357 522

The holder became a substantial holder on 30/04/02

2. Details of voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate had a relevant interest⁽³⁾ in on the date the substantial holder became a substantial holder are as follows:

Class of securities	Number of securities	Persons' votes	Voting power
Ordinary Shares	2,212,132	2,212,132	6.61%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest Nature of relevant interest		Class and number of securities	
ANZ Executors & Trustee Company Limited (the "ANZ Holder")	Registered holder	11,676 ordinary shares	
ANZ .	Taken under section 608(3)(b) of the Corporations Act 2001 to have a relevant interest by reason of having control of the ANZ Holder.	11,676 ordinary shares	
Each of the ANZ Subsidiaries other than the ANZ Holder	Taken under section 608(3) of the Corporations Act 2001 to have a relevant interest by reason of having voting power (through the relevant interests of its associate, ANZ) above 20% in the ANZ Holder.	11,676 ordinary shares	
ANZ and each of the ANZ Subsidiaries	Taken under section 608(3)(a) of the Corporations Act 2001 to have the same relevant interests in the Entity as ING Australia Ltd ("INGA") by reason of it having voting power above 20% in INGA, which voting power was acquired pursuant to three agreements between ANZ Orchard Investments Pty Ltd and INGA dated 30/04/02, copies of which are set out in the annexure of 18 pages annexed to this notice and marked "B". ANZ understands that INGA has relevant interests in the number of shares in the Entity specified in the adjacent column by reason of it or an entity controlled by it being the registered holder or being entitled to be registered as the holder of such shares in the Entity.	2,200,456 ordinary shares	

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Class and number of securities
ANZ and each of the ANZ Subsidiaries	The ANZ Holder.	Various Estates and Private Clients.	11,676 ordinary shares
ANZ'and each of the ANZ Subsidiaries	Believed to be Chase Manhattan Bank for Emerging Companies Trust Fund	Not applicable	897,724 ordinary shares
ANZ and each of the ANZ Subsidiaries	Believed to be Chase Manhattan Bank for Wholesale Emerging Companies Trust	Not applicable	1,302,732 ordinary shares

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the 4 months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Co	nsideration	Class and number of securities
		Cash	Non-cash	
ANZ and each of the ANZ Subsidiaries	30/4/02	Not applicable	Not applicable	2,200,456 ordinary shares

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Each of the ANZ Subsidiaries (including the ANZ Holder and ANZ Orchard Investments Pty Ltd)	Body corporate controlled by the substantial holder ANZ

7. Addresses

The addresses of persons named in this form are as follows:

Name	Address	
ANZ	Level 6, 100 Queen Street, Melbourne VIC 3000	
ANZ Subsidiaries (including the ANZ Holder and ANZ Orchard Investments Pty Ltd)	As set out in the list of 5 pages annexed to this notice and marked "A"	
ING Australia Limited	Level 13, 347 Kent Street, Sydney NSW 2000	

Signature							
	print name	Jane Louise Slatter	eapa	city	Secretary		
arr	sign here	quessian	d	ate	11-Jun∹02		

- Limited

This is the Annexure of five (5) pages marked "A" referred to in the form 603 Notice of initial substantial holder

Signed by me and dated 11 June 2002.

Jare Louise Slatter - Secretary Australia and New Zealand Banking Group Limited

AUSTRALIA AND NEW ZEALAND BANKING GROUP LIMITED **CONTROLLED ENTITIES**

Domicile	Subsidiary Name	% Owned ¹	Reg Office²
Australia	AFT Investors Services Pty Ltd		1
Australia	Alliance Holdings Limited		1
American Samoa	Amerika Samoa Bank Inc.		22
Australia	ANZcover Insurance Pty Ltd		1
Australia	ANZASSS No. 2 (NMRBE) Pty Ltd		1
Australia	ANZEST Pty Ltd		1
Australia	ANZ Adelaide Group Pty Ltd		1 .
Australia	ANZ Aircraft Finance Pty Ltd		1
Australia	ANZ Capel Court Limited		2
Australia	ANZIS Holdings Pty Ltd	60%	2
Australia	Capel Court International Investments Pty Ltd		2
Australia	Capel Court Management Limited		2
Australia	Valuta Group Pty. Limited	-	2
Australia	Valuta (No. 2) Pty. Limited		2
Australia	Valuta Properties Pty. Limited		2
Australia	ANZ Capital Hedging Pty Ltd		1
Australia	ANZ Custodians Pty Ltd		1
Delaware, USA	ANZ (Delaware) Inc.		3
Australia	ANZ Executors & Trustee Company Limited		1
Australia	ANZ Executors & Trustee Company (Canberra) Limited		1
Australia	ANZ Financial Products Pty Ltd		2
Australia	ANZ Funds Pty. Ltd.		1
Samoa	ANZ Bank (Samoa) Limited		7
New Zealand	ANZ Holdings (New Zealand) Limited		6
New Zealand	ANZ Banking Group (New Zealand) Limited		6
New Zealand	ANZ Investment Services (New Zealand) Limited		6
New Zealand	ANZ Property Holdings Limited		6
New Zealand	Bage Investments Limited		6
New Zealand	Endeavour Equities Limited		6
New Zealand	Endeavour Finance Limited		6
New Zealand	Tui Endeavour Limited		6
New Zealand	Endeavour Securities Limited		6
New Zealand	Tui Securities Limited		6
New Zealand	UDC Finance Limited		6
New Zealand	Loan Service Centre (NZ) Limited		6
New Zealand	Truck Leasing Limited -		6

Domicile	Subsidiary Name	% Owned	Reg Office ²
New Zealand	Eftpos New Zealand Limited		6
New Zealand	Always There Limited		6
Australia	Always There (Australia) Pty Limited		1
Australia	EFT-POS Australia Pty Ltd		-
New Zealand	Eklick New Zealand Limited		6
Hong Kong	ANZ International (Hong Kong) Limited		17
Hong Kong	ANZ Asia Limited		17
Vanuatu	ANZ Bank (Vanuatu) Limited		8
Vanuatu	Banque ANZ Pacifique Limited		17
Vanuatu	La Serigne Limited		8
Singapore	ANZ International Private Limited		15
Singapore	ANZCOVER Pte. Ltd.		16
Singapore	ANZ Singapore Limited		15
Singapore	ANZ IPB Nominees Pte Ltd	-	15
Singapore	Torridon Pte Ltd		15
India	ANZ Information Technology Pvt Limited		9
Pakistan	ANZ Pakistan (Private) Ltd	95%	
Cook Islands	ANZ/V-Trac International Leasing Company	95%	20
Kiribati	Bank of Kiribati Ltd	75%	24
Australia	Binnstone Traders Pty Limited		1
Australia	Deori Pty Ltd		1
Delaware, USA	Ecomyen LLC	·	25
Australia	Ecomven (Australia) Pty Ltd		1
Australia	LFD Limited		1
Australia	GNPL Pty Ltd		1
Australia	RFDL Pty Ltd		1
England	Minerva Holdings Limited		14
England	ANZEF Limited		14
England	ANZEF Leasing No. 1 Limited		14
England	ANZEF Leasing No. 2 Limited		14
England	ANZ Emerging Markets Holdings Limited		14
England	ANZ Securities (UK) Limited		14
Netherlands	ANZ Eurofinance B.V.		4
England	ANZ Global Nominees Limited		14
England	ANZIM Limited		14
Cayman Islands	ANZ International (Cayman Islands) Limited (in liquidation)		10
Netherlands	ANZ Investments (UK) B.V.		23
England	ANZ Leasing Limited	-	14
England	ANZ Leasing (No. 2) Ltd		14
England	ANZMB Limited		14
England	ANZ McCaughan (UK) Limited (in liquidation)		14
New York, USA	ANZ Securities Inc.		13
England	Brandts Nominees Limited	- N. A. (Acupana)	::14
Netherlands	Grindlays Eurofinance B.V.		44
Guernsey	Minerva Fund Management (Guernsey) Limited		5

Domicile	Subsidiary Name	% Owned ¹	Reg Office²
England	Minerva Nominees Limited		14
England	Minerva Nominees (No.2) Limited		14
England	Spey Industrials Limited		14
Australia	Town & Country Land Holdings Pty Ltd		1
Australia	Votraint No. 1103 Pty Limited		1
Australia	ANZ General Partner Pty Ltd		2
Australia	ANZ Holdings Pty Ltd		1
Australia	ANZ Infrastructure Investments Limited		18
Australia	ANZ Investment Holdings Pty Ltd		1
Australia	530 Collins Street Property Trust		1
Australia	ANZ Investments Pty Ltd		1
Australia	ANZ Leasing Pty. Ltd.		1
Australia	ANZ Leasing (ACT) Pty. Ltd.		1
Australia	ANZ Leasing (NSW) Pty. Ltd.		1
Australia	ANZ Leasing (NT) Pty. Ltd.	-	1
Australia	ANZ Leasing (Vic) Pty. Ltd.		1
Australia	ANZ Lenders Mortgage Insurance Pty. Limited		1
New York, USA	ANZ Limited Partnership		13
Australia	ANZ Margin Services Pty Limited		1
Australia	ANZ MRP Pty Ltd	-	2
Australia	ANZ Orchard Investments Pty Ltd		1
Australia	ANZ Nominees Limited		1
Brazil	ANZ Participacoes E Servicos Ltda		12
Australia	ANZ Payment Services Pty Limited		1
England	ANZ Pensions (UK) Limited		14
Australia	ANZ Properties (Australia) Pty Ltd		1
Australia	Weelya Pty. Ltd.		1
New York, USA	ANZ Realty Holdings (USA) Inc		13
Australia	ANZ Rewards Pty Ltd		1
Australia	ANZ Rewards No. 2 Pty Ltd		1
Australia	ANZ Rural Products Pty Ltd		2
Australia	ANZ Securities (Holdings) Limited	-	2
Australia	ANZ Futures Limited		2
Australia	ANZIB Specialist Asset Management Limited		2
New Zealand	ANZ Securities (New Zealand) Limited		6
New Zealand	ANZMAC Securities (New Zealand) Nominees Limited		6
Delaware, USA	ANZ Securities (USA) Inc (to be struck off)		13
Australia	ANZ Securities Limited		2
Australia	ANZ Securities (Entrepot) Pty Ltd		2
Australia	ANZ Securities (Nominee) Pty Ltd		2
Australia	ANZ Underwriting Limited		2

Domicile	Subsidiary Name	% Owned ¹	Reg Office²
Australia	ANZ Technical Services Pty Ltd		1
England	ANZ U.K. Dividends (AUD) Limited		14
PNG	Australia and New Zealand Banking Group (PNG) Limited		19
PNG :	8 & 9 Chester Street Ltd		19-
Jersey	Bellgrove Services Limited		11
Australia	Bellinz Pty Ltd (proposed for deregistration)		
Australia	Eauto Pty Ltd		1
			1
Australia	Ecomel Pty. Limited		1
Australia	Elgeba Pty. Limited		1
Australia	E S & A Holdings Pty Ltd		1
Australia	E S & A Properties (Australia) Pty Ltd (proposed for deregistration)		1
Australia	Esanda Finance Corporation Limited		_1
Australia	ANZ Vendor Solutions Pty Limited		1
Australia	Esanda (Wholesale) Proprietary Limited		1
Auștralia	Fleet Partners Pty Limited		1
Australia	Claric 246 Pty Ltd		1
Australia	P L Lease Management Pty Ltd		1
Australia	Loan Service Centre Pty Limited		1
Australia	Mercantile Credits Pty Ltd		1
Australia	ANZCAP Leasing Services Pty Ltd		1
Australia	ANZCAP Leasing (Vic.) Pty. Ltd.		1
Australia	FCA Finance Pty. Limited		1
Australia	Analed Pty. Ltd.		11
Australia	Crebb No 1 Pty Ltd		1
Australia	Crebb No 2 Pty Ltd	· ·	1
Australia	Crebb No 3 Pty Ltd		1
Australia	Crebb No 4 Pty Ltd		1
Australia	Crebb No 5 Pty Ltd		<u> </u>
Australia	Crebb No 6 Pty Ltd		1
Australia	Crebb No 7 Pty Ltd Crebb No 8 Pty Ltd	-	1
Australia Australia	Crebb No 9 Pty Ltd Crebb No 9 Pty Ltd		1
Australia	Crebb No 10 Pty Ltd		1
Australia	Crebb No 11Pty Ltd		1
Australia	Crebb No 12 Pty Ltd		1
Australia	Crebb No 13 Pty Ltd		1
Australia	Crebb No 14 Pty Ltd		1
Australia	Crebb No 15 Pty Ltd		1
Australia	G-BNWF Aircraft Pty Ltd		2
Australia	G-BNWG Aircraft Pty Ltd		2
Australia	G-BNWK Aircraft Pty Ltd	-	2
Australia	G-BNWP Aircraft Pty Ltd		2
Australia	Japan Australia Venture Capital Fund (MIC) Pty Ltd		1
Australia	JIKK Pty Ltd	<u> </u>	1
Australia	Japan Australia Venture Capital Fund (MIC) Pty Ltd		

Domicile	Subsidiary Name	% Owned	Reg Office ²
Australia	NMRB Pty Ltd		1
Australia	NMRSB Pty Ltd		1
Indonesia	PT ANZ Panin Bank	85	21
Jersey ,	Sabeus Trade Services Limited	<u> </u>	11
England	The Bank of Australasia (In Liquidation)	:	-
England	The London Bank of Australia (In Liquidation)		-
England	The Union Bank of Australia Limited (In Liquidation)		

NOTES:

All companies are 100% owned within the Group unless otherwise indicated. Registered Offices as set out below:

- 1 Level 6, 100 Queen Street, Melbourne, Australia 3000
- 2 Level 12, 530 Collins Street, Melbourne, Australia 3000
- 3 C/O United States Corporation Company, 1013 Centre Road, Wilmington Delaware USA 19805
- 4 Burgemeester Rijnderslaan 10, 1185 Mc Amstelveen, The Netherlands
- 5 Sydney Vale House, Rue du Commerce, St Peter Port, Guernsey, Channel Islands
- 6 Level 15, ANZ Tower, 215-229 Lambton Quay, Wellington, New Zealand
- 7 Beach Road, Apia, Samoa
- 8 C/O KPMG, KPMG House, Rue Pasteur, Port Villa, Vanuatu
- 9 Shariff Chamber, 14 Cunningham Road, Bangalore, India 560052
- 10 Ugland House, South Church Street, Grand Cayman, Cayman Islands
- 11 15 Castle Street, St. Helier JE4 8ZH, Jersey, Channel Islands
- 12 Av Rio Branco (Head Office) 01 Grupo 810 Rio de Janeiro RJ Brazil
- 13 6th Floor, 1177 Avenue of the Americas, New York, New York, USA 10036
- 14 Minerva House, Montague Close, London, SE1 9DH England
- 15 20 Raffles Place, #17-00 Ocean Towers, Singapore 048620
- 16 51 Bras Basah Road #08-03 Plaza by the Park, Singapore 189554
- 17 Suite 3101-3105, 27th Floor, One Exchange Square, 8 Connaught Place, Central Hong Kong
- 18 Level 11, 12 Moore Street, Canberra ACT 2601
- 19 Defens Haus, Cnr Champion Parade & Hunter Street, Port Moresby, Papua New Guinea
- 20 C/ Trust Net (Cook Islands) Limited, CIDB Building, Avarua Raratonga, Cook Islands
- 21 Ground & 1st Floor, Panin Bank Centre, JI Jend Sudirman (Senayan) Jakarta, Indonesia, 10270
- 22 Amerika Samoa Bank Building, Fagatogo, American Samoa
- 23 Groeselaan 18, 3521 CB Utrecht, Netherlands
- 24 PO Box 66, Bairiki, Tarawa, Republic of Kiribati
- 25 C/O The Corporation Trust Co, 1209 Orange Street, Wilmington, Delaware, USA
- 26 347 Kent Street, Sydney, NSW, 2000.

CONTENTS

AGREEMENT TO BUY AND SELL THE SALE SHARES

Sale and purchase Property, Title and Risk

Agreement No. 1 Share Transfer

Time and place for Completion ANZ HoldCo's obligations at Completion The Company's obligations

Governing law and jurisdiction Definitions and interpretation Further acts

Amendments Counterparts

Notices

Assignments

Consents

Naiver

Ranking of Consideration Shares

COMPLETION

Consideration Shares

CONSIDERATION SHARES

ANZ Orchard Investments Pty Ltd

(ANZ InsAge Pty Ltd)

ING Australia Limited

ABN 60 C30 000 779

Specific performance and injunctive relief No representation or rellance Frustrated Contracts Act Contra proferentum Attorneys

DEFINITIONS

SHARE TRANSFER FORM SCHEDULE 2

6 Blake Dawson Waldron 2002

Ref: JFS:THC:12862952

This is the Annexure of one (18) pages marked "B" refer to in the form 603 Wotice of initial substantial holder

and New Zealand Banking

Signed by me and dated all joune 2002.

SHARE TRANSFER AGREEMENT NO. 1 (ANZ InsAge Pty Ltd)

DATE 30 April 2002

PARTIES

ANZ Orchard Investments Pty Ltd ACN 098 285 244 ("ANZ HoldCo")

ING Australia Limited ABN 60 000 000 779 (the "Company")

RECITALS

ANZ F'oldCo agrees to s-II and transfer to the Company all the issued shares in the ANZ InsAge Pty Ltd ACN 099 665 648 ("SaleCo") in consideration of the Company agreeing to issue 6 fully paid ordinary shares in the Company to ANZ HoldCo, and otherwise on the terms of this document.

OPERATIVE PROVISIONS

- 1. AGREEMENT TO BUY AND SELL THE SALE SHARES
- .1 Sale and purchase

ANZ HoldCo as legal and beneficial owner agrees to sell to the Company, and the Company agrees to buy from ANZ HoldCo, the Sale Shares (together with all rights accrued or attaching to the Sale Shares) free from any Encumbrance, on the terms and conditions of this document.

1.2 Property, Title and Risk

Property in, title to and tisk of the Sale Shares pass to the Company on Completion.

- 2.1 CONSIDERATION SHARES
- 2.11 Consideration Shares

In consideration of ANZ HoldCo agreeing to sell the Sale Shares to the Company, the Company agrees to issue the Consideration Shares to ANZ HoldCo.

2.2 Ranking of Consideration Shares

The Company represents and warrants to and covenants with ANZ HoldCo that, on their issue at Completion, the Consideration Shares will rank pari passu in all respects with the then existing fully paid ordinary shares in the capital of the Company and that the Consideration Shares shall be fully paid up.

- COMPLETION
- 3.1, Time and place for Completion

Completion of the sale and purchase of the Sale Shares must take place on the Implementation Date, as the first step of Implementation.

3.2 ANZ HoldCo's obligations at Completion

At Completion, ANZ HoldCo must:

- (a) deliver to the Company and place the Company in operating control of SaleCo and its businesses;
- (b) deliver to the Company:
- (i) instruments of transfer of the Sale Shares in favour of the Company which have been duly executed by ANZ HoldCo and are in registrable form in the form set out in schedule 2;
- (ii) the share certificates for the Sale Shares;
- (iii) the certificate of incorporation of SaleCo (and any certificates of incorporation on change of name of SaleCo;
- (iv) the common seal (if any) of SaleCo;
- (v) all available copies of the constitutions of SaleCo; and
- (vi) the books and business and financial records of SaleCo, the registers and statutory records, minute books and other records of meetings or resolutions or shareholders or directors of SaleCo; and
- (c) procure that a duly convened meeting of the directors of SaleCo is held at which it is resolved that each of the transfers of the Sale Shares be approved for registration (subject only to the payment of stamp duty) and that, upon registration, the appropriate share certificates be issued in the name of the Company.

3.3 The Company's obligations

At Completion, the Company must:

- (a) issue the Consideration Shares to NNZ HoldCo; and
- (b) deliver to ANZ HoldCo the share certificates showing ANZ HoldCo as the holder of the Consideration Shares.
- 3.4 Power of allomey
- (a) To secure the performance by ANZ HoldCo of its obligations to the Company under this document, from Completion until the Sale Shares are registered in the name of the Company, ANZ HoldCo irrevocably appoints the Company as its attorney for the purpose of exercising all rights attaching to the 5ale Shares.
- (b) ANZ HoldCo ratifies and confirms now and for the future all actions lawfully undertaken by or on behalf of the Company under the power of attorney given by this clause.
- (c) ANZ HoldCo agrees that in exercising the powers conferred by the power of attorney given by this dause, the Company is entitled to act in its own interests.

- A.NZ HoldCo agrees not to attend or vote in person at any general meeting of SaleCo or to exercise any of the powers conferred on the Company by the power of attorney given by this clause. 9
- ANZ HoldCo declares that the power of attorney given by this clause will continue in force until all actions taken under it have been completed, notivithstanding the termination or rescission of this document, or the completion of any transaction under this document. æ
- GENERAL
- Governing law and jurisdiction 4.
- This document is governed by and will be construed according to the laws of New South Wales. 3
- New South Wales, and the courts competent to determine appeals from those courts, with respect to any proceedings which may be brought at any time relating Each party irrevocably submits to the non-exclusive jurisdiction of the courts of in any way to this document. 9
- the venue of any proceedings, and any claim it may now or in the future have that any proceedings have been brought in an inconvenient forum, where that venue falls within paragraph (a) of this clause. Each party irrevocably waives any objection it may now or in the future have to ত
- Definitions and interpretation 4.2

The definitions and rules of interpretation set out in schedule 1 apply for the purposes of this document.

Further acts 4.3

further documents (in form and content reasonably satisfactory to that party) required by law or reasonably requested by any other party for the purposes of or to give effect to this Each party will promptly do and perform all further acts and execute and deliver all document.

Notices 4.

<u>-</u>

- Any communication under or in connection with this document:
- must be in writing; . (T
- must be addressed as shown below: 9

ANZ HoldCo

Level 6, 100 Queen Street Melbourne, VIC, 3000 Group General Counsel Address: Name:

.. (03) 9273 5622 Fax no:

Senior Legal Counsel Company Name:

Level 13, 347 Kent Street Address:

Sydney, NSW, 2000 (02) 9299 3979 Fax no:

solicitor for, or by any attorney, director, secretary, or authorised agent of, that :must be signed by the party making the communication or (on its behalf) by the છ

(or as otherwise notified by that party to the other party from time to time);

- must be delivered or posted by prupaid post to the address, or sent by fax to the number, of the addressee, in accordance with paragraph (b) of this clause; and ਦ
- will be deemed to be received by the addressee: **e**
- posting to an address within Australia, and on the fifth business day after (in the case of prepaid post) on the third business day after the date of the date of posting to an address outside Australia; Ξ
- in the case of fax) at the local time (in the place of receipt of that fax) which transmission report which is produced by the machine from which that fax when that communication will be deemed to be received at 9.00 am on the that local time is a non business day, or is after 5.00 pm on a business day, is sent and which confirms transmission of that fax in its entirety, unless then equates to the time at which that fax is sent as shown on the next business day; and Ξ
- (in the case of delivery by hand) on delivery at the address of the addressee as provided in paragraph (b) of this clause, unless that delivery is made on a non business day, or after 5.00 pm on a business day, when that communication will be deemed to be received at 9.00 am on the next business day, \equiv

and where "business day" means a day (not being a Saturday or Sunday) on which banks are generally open for business in the place of receipt of that

4.5

separate counterparts. Each counterpart constitutes an original of this document, all of This document may be executed in any number of counterparts and by the parties on which together constitute one agreement.

Amendments 4.6

This document may only be varied by a document signed by or on behalf of each of the parties.

Merger 7

No right or obligation of any party will merge on completion of any transaction under this document. All tights and obligations under this document survive the execution and delivery of any transfer or other document which implements any transaction under this document.

Assignments 4.8

No party may assign or otherwise transfer all or any part of its rights under this document without the prior written consent of each other party. A party may withhold its consent to such a request in its absolute discretion.

4.9

Any consent referred to in, or required under, this document from any party may not be unreasonably withheld, unless this document expressly provides for that consent to be given in that party's absolute discretion.

Waiver 4.10

- exercise or enforcement of any right, power or remedy provided by law or under this document by any party will not in any way preclude, or operate as a waiver of, any exercise or enforcement, or further exercise or enforcement of that or any Failure to exercise or enforce or a delay in exercising or enforcing or the partial other right, power or remedy provided by law or under this document. 3
- Any waiver or consent given by any party under this document will only be effective and binding on that party if it is given or confirmed in writing by that 3

Ξ

No waiver of a breach of any term of this document will operate as a waiver of another breach of that term or of a breach of any other term of this document. छ

No representation or reliance <u>*</u>

- Each party acknowledges that no party (nor any person acting on its behalf) has made any representation or other inducement to it to enter into this document, except for representations or inducements expressly set out in this document. <u>e</u>
- Each party acknowledges and confirms that it does not enter into this document in reliance on any representation or other inducement by or on behalf of any other party, except for any representation or inducement expressly set out in this document. <u>a</u>

Frustrated Contracts Act 4.12

The provisions of the Frustrated Contracts Act (NSW) 1975 shall not apply to this document ـ څ

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Sale

Specific performance and injunctive relief 4.13

proportion to the claims for damages which might properly be made and that each other party shall have the right to seek and obtain injunctive relief and specific performance of Each party recognises that a breach or threatened breach by it in regard to a provision of this document may cause irreparable harm to the other parties which may be out of all this document.

Contra proferentum 4.14

disadvantage of one party on the basis that that party put forward or drafted this In the interpretation of this document, no rules of construction shall apply to the document or part thereof.

GST 4.15

Terms defined in the GST Law have the same meaning in this clause 4.15.

(a)

- account of GST, the claim is for the GST inclusive cost less the amount of any input If a party has a claim under this document for a cost which includes an amount on tax credit to which that party is entitled in connection with that cost. <u>e</u>
- without including any amount received or receivable on account of GST (whether If a party has a claim under this document whose amount depends on actual or estimated revenue or which is for a loss of revenue, revenue must be calculated that amount is separate or included as part of a larger amount). 3
- amount. The recipient must make that payment as and when the consideration for that supply or part of that consideration must first be paid or provided, except that equal to any GST payable on that supply without deduction or set-off of any other under this document, the recipient must pay to the supplier an additional amount If any party ("supplier") makes a taxable supply to another party ("recipient") the recipient need not pay any additional amount under this clause unless the recipient has received a tax invoice for that supply. Ē
- account in calculating the GST payable in relation to a supply for the purposes of Any consideration that is specified to be inclusive of GST must not be taken into Œ

Attomeys 4.16

Each person who executes this document on behalf of a party under a power of attorney declares that he or she is not aware of any fact or circumstance that might affect his or her authority to do so under that power of attorney.

SCHEDULE 1 DEFINITIONS

Unless the context otherwise requires, the following definitions apply in this document.

"Completion" means completion of the sale and purchase of the Sale Shares in accordance with

"Consideration Shares" means 6 fully paid ordinary shares in the capital of the Company.

security interest, or any agreement to create those security interests and "Encumber" means, in Encumbrance" means any mortgage, charge, debenture, pledge, lien, hypothecation or other relation to any asset, to create any Encumbrance over that asset. "GST Law has the meaning given to it in A New Tax System (Goods and Services Tax) Act 1999 (j.

Implementation" has the meaning given to it in the Implementation Deed.

Implementation Date" has the meaning given to it in the Implementation Deed.

Banking Group Limited, ANZ HoldCo, ING Insurance International BV, ING Australia Holdings Implementation Deed" means the implementation deed between Australia and New Zealand Limited and the Company dated 10 April 2002.

"SaleCo" has the meaning given to it in the recital...

Sale Shares" means all of the issued shares in SaleCo.

14.5 Tuesday.

SHARE TRANSFER FORM SCHEDULE 2

Fransferee 100 fully paid ordinary shares ("Sharea") in ANZ InsAge Pty Ltd ACN 099 665 618" ANZ Orchard Investments Pty Ltd ACN 098 285 241, of Level 6, 100 Queens Street, Melbourne accordance with and as defined in, the Share Transfer Agreement No 1 (ANZ InsAge Pty Ltd) Victoria, 3000 ("Transferor") in consideration for the issue to it of the Consideration Shares (in dated 30 April 2002 between the Transferor and the Transferee) by ING Australia Pty Limited ABN 60 000 000 779, of Level 13, 347 Kent Street, Sydney, 2000 ("Transferee") transfers to the ("ANZ Sale Company"), a company registered in New South Wales.

The Transferee agrees at the time of execution of this Transfer by the Transferor ("Execution Time");

- to accept the Shares subject to the terms and conditions on which the Transferor held the Shares at the Execution Time, being the terms and conditions applicable as between the ANZ Sale Company in relation to, and the holder for the time being of, the Shares; and 3
- to become a member of the ANZ Sale Company and to be bound, on being registered as the holder of the Shares, by the ANZ Sale Company's constitution. æ

Daled:

EXECUTED by ANZ Orchard Investments Pty Ltd:

Signature of director	Signature of director/secretary
Name	Name
SIGNED (or ING Australia Limited under power of attomey in the presence of:	Signature of attorney
Signature of witness	Name
Name	Date of power of attorney

EXECUTED as an agreement. EXECUTED by ANZ Orchard Investments Pty Ltd: Signature of director Signature of	AMUL Signature of director/20070197-
VZ Orchard id:	MMV. director/2000019-
	Mill C. director/2000etary-
	director/cocretary-
David B Valentine	Sn-PH-N freew
Name	
SIGNED for ING Australia Limited under MMM	the Ward
Signature of attorney	attorney
Signature of witness Name	hooder 7
Privile House.	<u>ಯ</u>
Name Date of pow	Date of power of attorney

AGREEMENT TO BUY AND SELL THE SALE SHARES

Sale and purchase Property, Title and Risk

Agreement No. 2 Share Transfer

Time and place for Completion ANZ HoldCo's obligations at Completion The Company's obligations

Power of attorney

ROLL-OVER ELECTION

GENERAL

Ranking of Consideration Shares

COMPLETION

Consideration Shares

CONSIDERATION SHARES

(ANZ Managed Investments Limited

ANZ Orchard Investments Pty Ltd ACN 098 285 244

ING Australia Limited

Frustrated Contracts Act Specific performance and injunctive relief Governing law and jurisdiction Definitions and interpretation Vo representation or reliance Contra proferentum Attorneys Amendments Counterparts ssignments. urther acts onsents Vaiver

DEFINITIONS SCHEDULE 1

SHARE TRANSFER FORM SCHEDULE'2

141322245

Ref: JFS:THC12862952

O Blake Dawson Waldron 2002

30 April 2002

101 Callin Street
Melbaurne VIC 3000
Tekphane: (03) 9679 3000
Fax: (03) 96793111

SHARE TRANSFER AGREEMENT NO. 2

(ANZ Managed Investments Limited)

DATE 30 April 2002

PARTIES

ANZ Orchard Investments Ply Ltd ACN 098 285 244 ("ANZ HoldCo")

ING Australia Limited ABN 60 000 000 779 (the "Company")

ANZ HoldCo agrees to sell and transfer to the Company all the Issued shares in the ANZ Managed Investments Limited ACN 004 392 269 ("SaleCo") in consideration of the Company agreeing to issue 18,409,176 fully paid ordinary shares in the Company to ANZ HoldCo, and otherwise on the terms of this document.

OPERATIVE PROVISIONS

AGREEMENT TO BUY AND SELL THE SALE SHARES

Sale and purchase Ξ ANZ HoldCo as legal and beneficial owner agrees to sell to the Company, and the Company agrees to buy from ANZ HoldCo, the Sale Shares (together with all rights accrued or attaching to the Sale Shares) free from any Encumbrance, on the terms and conditions of this document.

Property, Title and Risk 1.2

Property in, title to and risk of the Sale Shares pass to the Company on Completion.

CONSIDERATION SHARES

Consideration Shares 2.1

In consideration of ANZ HoldCo agreeing to sell the Sale Shares to the Company, the Company agrees to issue the Consideration Shares to ANZ HoldCo.

Ranking of Consideration Shares 22

The Company represents and warrants to and covenants with ANZ HoldCo that, on their issue at Completic, 1, the Consideration States will rank pari passu in all respects with the then existing fully paid ordinary shares in the capital of the Company and that the Consideration Shares shall be fully paid up.

COMPLETION

Time and place for Completion 3

Implementation Date, Immediately following Completion under the Share Transfer Completion of the sale and purchase of the Sale Shares must take place on the

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Agreement No. 1 (ANZ InsAge Pty Ltd) made on or about the date of this document between the parties.

ANZ HoldCo's obligations at Completion 3.2

At Completion, ANZ HoldCo must:

deliver to the Company and place the Company in operating control of SaleCo and its businesses; 3

deliver to the Company: 3

have been duly executed by ANZ HoldCo and are in registrable form in the Instruments of transfer of the Sale Shares in favour of the Company which form set out in schedule 2; ϵ

the share certificates for the Sale Shares; ≘ the certificate of incorporation of SaleCo (and any certificates of incorporation on change of name of SaleCo; 9

the common seal (if any) of SaleCo; 3 all available copies of the constitutions of SaleCo; and 3 the books and business and financial records of SaleCo, the registers and statutory records, minute books and other records of meetings or resolutions or shareholders or directors of SaleCo, and 3

procure that a duly convened meeting of the directors of SaleCo is held at which it is resolved that each of the transfers of the Sale Shares be approved for registration (subject only to the payment of stamp duty) and that, upon registration, the appropriate share certificates be Issued in the name of the Company 3

The Company's obligations 3.3

At Completion, the Company must:

issue the Consideration Shares to ANZ HoldCo; and 3 deliver to ANZ HoldCo the share certificates showing ANZ HoldCo as the holder of the Consideration Shares. ē

Power of attorney

3.4

under this document, from Completion until the Sale Shares are registered in the name of the Company, ANZ HoldCo Irrevocably appoints the Company as its To secure the performance by ANZ HoldCo of its obligations to the Company attorney for the purpose of exercising all rights attaching to the Sale Shares. હ

undertaken by or on behalf of the Company under the power of attorney given by ANZ HoldCo ratifies and confirms now and for the future all actions lawfully this clause. æ

- attomey given by this clause, the Company is entitled to act in its own interests. ANZ HoldCo agrees that in exercising the powers conferred by the power of $\overline{\mathfrak{S}}$
- Sale Co or to exercise any of the powers conferred on the Company by the power of ANZ HoldCo agrees not to attend or vote in person at any general meeting of attorney given by this clause. ਉ
- ANZ HoldCo declares that the power of attorney given by this clause will continue in force until all actions taken under it have been completed, notwithstanding the termination or rescission of this document, or the completion of any transaction under this document. છ

ROLL-OVER ELECTION

- ANZ HoldCo and the Company must jointly choose to obtain the roll-over under Subdivision 124-M of the Income Tax Assessment Act (Cth) 1997 in respect of the sale of the Sale Shares. <u>e</u>
- ANZ Hold Co acknowledges that the participation of the Company In this choice is not to be taxen as any representation by the Company that the roll-over under Subdivision 124-M of the Income Tax Assessment Act (Cth) 1997 is necessarily available to ANZ HoldCo. (q)--
- ANZ HoldCo must inform the Company in writing of the cost base of the Sale Shares worked out just before execution of this document. 9

GENERAL 'n

-

- Governing law and jurisdiction 5.
- This document is governed by and will be construed according to the laws of New South Wales. (E) ٠<u>٠</u>

- courts, with respect to any proceedings which may be brought at any time relating Each party irrevocably submits to the non-exclusive jurisdiction of the courts of New South Wales, and the courts competent to deterrulne appeals from those in any way to this document. æ
- the venue of any proceedings, and any claim it may now or in the future have that any proceedings have been brought in an inconvenient forum, where that venue Each party irrevocably waives any objection it may now or in the future have to falls within paragraph (a) of this clause. છ

Definitions and interpretation 2.5

:.

The definitions and rules of interpretation set out in schedule 1 apply for the purposes of this document.

Further acts 5.3

further documents (in form and content reasonably satisfactory to that party) required by Each party will promibily do and perform all further acts and execute and deliver all

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law or reasonably requested by any other party for the purposes of or to give effect to this document.

Notices 5.4

Any communication under or in connection with this document:

- must be in writing; Œ
- must be addressed as shown below: 3

ANZ HoldCo

Level 6, 100 Queen Street Group General Counsel Address: Name:

Melbourne, VIC, 3000

(03) 9273 5622 Fax no:

Company Name:

Level 13, 347 Kent Street Sydney, NSW, 2000 Senior Legal Counsel Address:

(or as otherwise notified by that party to the other party from time to time);

(02) 9299 3979

Fax no:

- must be signed by the party making the communication or (on its behalf) by the solicitor for, or by any attorney, director, secretary, or authorised agent of, that ত্
- must be delivered or posted by prepaid post to the address, or sent by fax to the number, of the addressee, in accordance with paragraph (b) of this clause, and ਉ
- will be deemed to be received by the addressee: $\overline{\mathbf{e}}$
- posting to an address within Australia, and on the fifth business day after (in the case of prepaid post) on the third business day after the date of the date of posting to an address outside Australia; $\boldsymbol{\epsilon}$
- (in the case of fax) at the local time (in the place of receipt of that fax) which transmission report which is produced by the machine from which that fax that local time is a non business day, or is after 5.00 pm on a business day, when that communication will be deemed to be received at 9.00 am on the is sent and which confirms transmission of that fax in its entirety, unless then equates to the time at which that fax is sent as shown on the next business day; and €
- (in the case of delivery by hand) on delivery at the address of the addressee as provided in paragraph (b) of this clause, unless that delivery is made on communication will be deemed to be received at 9.00 am on the next a non business day, or after 5.00 pm on a business day, when that business day, È

and where "business day" means a day (not being a Saturday or Sunday) on which banks are generally open for business in the place of receipt of that communication.

5.5 Counterparts

This document may be executed in any number of counterparts and by the parties on separate counterparts. Each counterpart constitutes an original of this document, all of which together constitute one agreement.

5.6 Amendments

This document may only be varied by a document signed by or on behalf of each of the parties.

5.7 Merger

No right or obligation of any party will merge on completion of any transaction under this document. All rights and obligations under this document survive the execution and delivery of any transfer or other document which implements any transaction under this document.

5.8 Assignments

No party may assign or otherwise transfer all or any part of its rights under this document without the prior written consent of each other party. A party may withhold its consent to such a request in its absolute discretion.

5.9 Consents

٤

Any consent referred to in, or required under, this document from any party may not be unreasonably withheld, unless this document expressly provides for that consent to be given in that party's absolute discretion.

5.10 Waiver

- (a) Fallure to exercise or enforce or a delay in exercising or enforcing or the partial exercise or enforcement of any right, power or remedy provided by law or under this document by any party will not in any way preclude, or operate as a walver of, any exercise or enforcement, or further exercise or enforcement of that or any other right, power or remedy provided by law or under this document.
- (b) Any walver or consent given by any party under this document will only be effective and binding on that party if it is given or confirmed in writing by that party.
- (c) No waiver of a breach of any term of this document will operate as a waiver of another breach of that term or of a breach of any other term of this document.

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5.11 No representation or reliance

, ther

- (a) Each party acknowledges that no party (nor any person acting on its behalf) has... i made any representation or other inducement to it to enter into this document, except for representations or inducements expressly set oca in this document.
- (b) Each party acknowledges and confirms that it does not enter into this document in reliance on any representation or other inducement by or on behalf of any other party, except for any representation or inducement expressly set out in this document.

5.12 Frustrated Contracts Act

The provisions of the Frustraled Contracts Act (NSW) 1975 shall not apply to this document.

5.13 Specific performance and injunctive relief

Each party recognises that a breach or threatened breach by it in regard to a provision of this document may cause irreparable harm to the other parties which may be out of all proportion to the claims for dainages which might properly be made at dithat each other party shall have the right to seek and obtain injunctive relief and specific performance of this document.

Contra proferentum

5.14

In the interpretation of this document, no rules of construction shall apply to the disadvantage of one party on the basis that that party put forward or drafted this document or part thereof.

5.15 GST

- (a) Terms defined in the GST Law have the same meaning in this clause 5.15.
- (b) If a party has a claim under this document for a cost which includes an amount on account of G5T, the claim is for the G5T inclusive cost less the amount of any input tax credit to which that party is entitled in connection with that cost.
- (c) If a party has a claim under this document whose amount depends on actual or estimated revenue or which is for a loss of revenue, revenue must be calculated without including any amount received or receivable on account of GST (whether that amount is separate or included as part of a larger amount).
- (d) If any party ("supplier") makes a taxable supply to another party ("recipient") under this document, the recipient must pay to the supplier an additional amount equal to any GST payable on that supply without deduction or set-off of any other amount. The recipient must make that payment as and when the consideration for that supply or part of that consideration must first be paid or provided, except that the recipient need not pay any additional amount under this clause unless the recipient has received a tax invoice for that supply.

5.16 Attorneys

3

Each person who executes this document on behalf of a party under a power of attorney declares that he or she is not aware of any fact or circumstance that might affect his or her authority to do so under that power of attorney.

SCHEDULE 1 DEFINITIONS

Unless the context otherwise requires, the following definitions apply in this document.

"Completion" means completion of the sale and purchase of the Sale Shares in accordance with

Consideration Shares means 18,409,176 fully paid ordinary shares In the capital of the Company.

"Encumbrance" means any mortgage, charge, debenture, pledge, lien, hypothecation or other security interest, or any agreement to create those security interests and "Encumber" means, in relation to any asset, to create any Encumbrance over that asset.

"GST Law has the meaning given to it in A New Tax System (Goods and Services Tax) Act 1999 (Cit).

"Implementation" has the meaning given to it in the Implementation Deed.

Implementation Date" has the meaning given to it in the implementation Deed.

"Implementation Deed" means the Implementation deed between Australia and New Zealand Banking Group Limited, ANZ HoldCo, ING Insurance International BV, ING Australia Holdings Limited and the Company dated 10 April 2002.

"SaleCo" has the meaning given to it in the recitals.

"Sale Shares" means all of the Issued shares in SaleCo.

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EXECUTED as an agreement.

EXECUTED by ANZ Orchard Investments Pty Ltd:

Signature of director

Australia Pty Limited ABN 60 000 000 779, of Level 13, 347 Kent Street, Sydney, 2000 (Transferee 7) transfers to the Transferee 242,311 fully pald ordinary shares ("Shares") In ANZ Managed Investments Limited ACN 004 392 269 ("ANZ Sale Company"), a company registered

The Transferee agrees at the time of execution of this Transfer by the Transferor (Execution

in Victoria.

Time"):

<u>e</u>

ANZ Orchard Investments Pty Ltd ACN 098 285 244, of Level 6, 100 Queens Street, Melboume lictoria, 3000 ("Transferor") in consideration for the Issue to It of the Consideration Shares (in investments Limited) dated 30 April 2002 between the Transferor and the Transferee) by ING

SHARE TRANSFER FORM

accordance with, and as defined in, the Share Transfer Agreement No 2 (ANZ Managed

David B Valentine

Name

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SPEPHEN GREEN

Name

Signature of director/secretary

Gran &

SIGNED for ING Australia Limited under power of attorney in the presence of:

Mic (-- 1 // m Signature of witness

Name

Narelle Woodlen Signature of attorney

Date of power of attorney

to become a member of the ANZ Sale Company and to be bound, on being registered as the holder of the Shares, by the ANZ Sale Company's constitution.

to accept the Shares subject to the terms and conditions on which the Transferor held the Shares at the Execution Time, being the terms and conditions applicable as between the ANZ Sale Company in relation to, and the holder for the time being of, the Shares; and

Dated:

Ð

EXECUTED by ANZ Orchard Investments Pty Ltd: Signature of director

Signature of director/secretary

Name

Name

SIGNED for ING Australia Limited under power of attorney in the presence of:

Signature of attorney

Signature of witness

Name

Name

Date of power of attorney

141322245

(ANZ Life Assurance Company Agreement No. 3 Share Transfer

Limited)

ANZ Orchard Investments Pty Ltd ACN 098 285 244

ING Australia Limited

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DEFINITIONS SCHEDULE 1

SHARE TRANSFER FORM SCHEDULE 2

> 101 Collin Street
> Melbourne VIC 3000
> Telephone: (03) 9679 3000
> Faze (03) 96793111 Level 39

| Ref: JFS:THC12862952 30 April 2002 O Blake Dawson Waldron 2002

AGREEMENT TO BUY AND SELL THE SALE SHARES

Sale and purchase Property, Title and Risk

CONSIDERATION SHARES

Consideration Shares Ranking of Consideration Shares

COMPLETION

Time and place for Completion ANZ HoldCo's obligations at Completion The Company's obligations

Power of attorney

ROLL-OVER ELECTION

GENERAL

Governing law and jurisdiction Definitions and interpretation urther acts

Counterparts

Amendments

Assignments Consents

No representation or reliance Frustrated Contracts Act Specific performance and Injunctive relief

Contra proferentum GST

Attorneys

SHARE TRANSFER AGREEMENT NO. 3 (ANZ Life Assurance Company Umited)

DATE 30 April 2002

PARTIES

ANZ Orchard Investments Pty Ltd ACN 098 285 244 ("ANZ HoldCo")

ING Australia Limited ABN 60 000 000 779 (the "Company")

RECITALS

ANZ HoldCo agrees to sell and transfer to the Company all the Issued shares in the ANZ Life Assurance Company Limited ACN 008 425 652 ("SaleCo") in consideration of the Company agreeing to issue 29,950,930 fully paid ordinary shares in the Company to ANZ HoldCo, and otherwise on the terms of this document.

OPERATIVE PROVISIONS

- . AGREEMENT TO BUY AND SELL THE SALE SHARES
- 1.1. . . Sale and purchase

ANZ HoldCo as legal and beneficial owner agrees to sell to the Company, and the Company agrees to buy from ANZ HoldCo, the Sale Shares (together with all rights accused or attaching to the Sale Shares) free from any Encumbrance, on the terms and conditions of this document.

1.2 Property, Title and Risk

Property in, title to and risk of the Sale Shares pass to the Company on Completion.

- 2. CONSIDERATION SHARES
- 2.1 Consideration Shares
- In consideration of ANZ HoldCo agreeing to sell the Sale Shares to the Company, the Company agrees to Issue the Consideration Shares to ANZ HoldCo.
- 2.2 Ranking of Consideration Shares

The Company represents and warrants to and covenants with ANZ HoldCo that, on their issue at Completion, the Consideration Shares will rank pari passu in all respects with the then existing fully paid ordinary shares in the capital of the Company and that the Consideration Shares shall be fully paid up.

- COMPLETION
- 3.1 Time and place for Completion
- Completion of the sale and purchase of the Sale Shares must take place on the
- Implementation Date, immediately following Completion under the Share Transfer

Agreement No. 2 (ANZ Managed Investments Limited) made on or about the date of this document between the parties.

- 3.2 ANZ HoldCo's obligations at Completion
- At Completion, ANZ HoldCo must:
- (a) deliver to the Company; and place the Company in operating control of SaleCo and its businesses;
- (b) deliver to the Company:
- instruments of transfer of the Sale Shares in favour of the Company which
 have been duly executed by ANZ HoldCo and are in registrable form in the,
 form set out in schedule 2;
- the share certificates for the Sale Shares;

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- (iii) the certificate of incorporation of SaleCo (and any certificates of incorporation on change of name of SaleCo;
- (iv) the common seal (if any) of SaleCo;
- (v) all available copies of the constitutions of SaleCo; and
- (vi) the books and business and financial records of SaleCo, the registers and statutory records, minute books and other records of meetings or resolutions or shareholders or directors of SaleCo; and
- (c) procure that a duly convened meeting of the directors of SaleCo is held at which it is resolved that each of the transfers of the Sale Shares be approved for registration (subject only to the payment of stamp duty) and that, upon registration, the appropriate share certificates be issued in the name of the Company.
- 3.3 The Company's obligations

At Completion, the Company must:

- (a) Issue the Consideration Shares to ANZ HoldCo; and
- (b) deliver to ANZ HoldCo the share certificates showing ANZ HoldCo as the holder of the Consideration Shares.
- 3.4 Power of attorney
- (a) To secure the performance by ANZ HoldCo of its obligations to the Company under this document, from Completion until the Sale Shares are registered in the name of the Company, ANZ HoldCo irrevocably appoints the Company as its attorney for the purpose of exercising all rights attaching to the Sale Shares.
- (b) ANZ HoldCo ratifies and confirms now and for the future all actions lawfully undertaken by or on behalf of the Company under the power of attorney given by this clause.

attomey given by this clause, the Company is entitled to act in its own interests. ANZ HoldCo agrees that in exercising the powers conferred by the power of

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- Sale Co or to exercise any of the powers conferred on the Company by the power of ANZ HoldCo agrees not to attend or vote in person at any general meeting of attorney given by this clause. ਉ
- ANZ HoldCo declares that the power of attorney given by this clause will continue in force until all actions taken under it have been completed, notwithstanding the termination or rescission of this document, or the completion of any transaction under this document. e

ROLL-OVER ELECTION

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- ANZ HoldCo and the Company must jointly choose to obtain the roll-over under Subdivision 124-M of the Income Tax Assessment Act (Cth) 1997 in respect of the sale of the Sale Shares. <u>a</u>
- ANZ HoldCo acknowledges that the participation of the Company in this choice is not to be taken as any representation by the Company that the roll-over under Subdivision 124-M of the Income Tax Assessment Act (Cth) 1997 is necessarily available to ANZ HoldCo. ê
- ANZ HoldCo must inform the Company in writing of the cost base of the Sale Shares worked out just before execution of this document. 9

GENERAL

Governing law and jurisdiction 5.1

- This document is governed by and will be construed according to the laws of New South Wales. e)
- Each party irrevocably submits to the non-exclusive jurisdiction of the courts of New South Wales, and the courts competent to determine appeals from those courts, with respect to any proceedings which may be brought at any time relating In any way to this document. 3
- the venue of any proceedings, and any claim it may now or in the future have that any proceedings have been brought in an inconvenient forum, where that venue Each party irrevocably waives any objection It may now or In the future have to falls within paragraph (a) of this clause. \mathfrak{S}

Definitions and interpretation 5.2

The definitions and rules of interpretation set out in schedule 1 apply for the purposes of his document,

Further acts 5.3

Each party will promptly do and perform all further acts and execute and deliver all further documents (in form and content reasonably satisfactory to that party) required by

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law or reasonably requested by any other party for the purposes of or to give effect to this = document.

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Notices 5.4

Any communication under or in connection with this document:

- must be in writing; (e)
- must be addressed as shown below: æ

ANZ HoldCo

Address:

Level 6, 100 Queen Street Melbourne, VIC, 3000 Group General Counsel

(03) 9273 5622 Fax no:

Company Name:

Senior Legal Counsel

Level 13, 347 Kent Street Sydney, NSW, 2000 (02) 9299 3979 Address:

Fax no:

(or as otherwise notified by that party to the other party from time to time);

- must be signed by the party making the communication or (on its behalf) by the solicitor for, or by any attorney, director, secretary, or authorised agent of, that છ
- must be delivered or posted by prepaid post to the address, or sent by fax to the number, of the addressee, in accordance with paragraph (b) of this dause; and ਉ
- will be deemed to be received by the addressee: હ
- (in the case of prepaid post) on the third business day after the date of posting to an address within Australia, and on the fifth business day after the date of posting to an address outside Australia; €
- (in the case of fax) at the local time (in the place of recelpt of that fax) which transmission report which is produced by the machine from which that fax when that communication will be deemed to be received at 9.00 am on the that local time is a non business day, or ,s after 5.00 pm or a business day, is sent and which confirms transmission of that fax in its entirety, unless then equates to the time at which that fax is sent as shown on the next business day; and €
- (in the case of delivery by hand) on delivery at the address of the addressee as provided in paragraph (b) of this clause, unless that delivery is made on a non business day, or after 5.00 pm on a business day, when that communication will be deemed to be received at 9.00 am on the next business day, $\hat{\Xi}$

and where "business day" means a day (not being a Saturday or Sunday) on whith banks are generally open for business in the place of receipt of that

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separate counterparts. Each counterpart constitutes an original of this document, all of This document may be executed in any number of counterparts and by the parties on which together constitute one agreement.

Amendments 5.6

This document may only be varied by a document signed by or on behalf of each of the parties.

Merger 5.7

No right or obligation of any party will merge on completion of any transaction under this delivery of any transfer or other document which implements any transaction under this document. All rights and obligations under this document survive the execution and document.

Assignments -8.5

No party may assign or otherwise transfer all or any part of lis rights under this document without the prior written consent of each other party. A party may withhold its consent to such a request li. its absolute discretion.

5.56

Any consent referred to in, or required under, this document from any party may not be unreasonably withheld, unless this document expressly provides for that consent to be given in that party's absolute discretion.

Waiver 5.10

- exercise or enforcement of any right, power or remedy provided by law or under this document by any party will not in any way preclude, or operate as a walver Fallure to exercise or enforce or a delay in exercising or enforcing or the partial of, any exercise or enforcement, or further exercise or enforcement of that or any other right, power or remedy provided by law or under this document. Ē
- effective and binding on that party if it is given or confirmed in writing by that Any walver or consent given by any party under this document will only be party. ē
- No waiver of a breach of any term of this document will operate as a waiver of another breach of that term or of a breach of any other term of this document. છ

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No representation or reliance 5.11

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- (or Each party acknowledges that no party (nor any person acting on its behalf) has, made any representation or other inducement to it to enter into this document, except for representations or Inducements expressly set out in this document. 3
- Each party acknowledges and confirms that it does not enter into this document in reliance on any representation or other inducement by or on behalf of any other party, except for any representation or inducement expressly set out in this ê

Frustrated Contracts Act 5.12

The provisions of the Frustrated Contracts Act (NSW) 1975 shall not apply to this

Specific performance and injunctive relief 5.13

this document may cause irreparable harm to the other parites which may be out of all proportion to the claims for damages which might properly be made and that each other party shall have the right to seek and obtain Injunctive relief and specific performance of Each party recognises that a breach or threatened breach by it in regard to a provision of

Contra proferentum 5.14

disadvantage of one party on the basis that that party put forward or drafted this document or part thereof. In the interpretation of this document, no rules of construction shall apply to the

GST 5.15

- Terms defined in the GST Law have the same meaning in this clause 5.15. હ
- account of GST, the claim is for the GST inclusive cost less the amount of any input If a party has a claim under this document for a cost which includes an amount on lax credit to which that party is entitled in connection with that cost. 3
- without including any amount received or receivable on account of GST (whether If a party has a claim under this document whose amount depends on actual or estimated revenue or which is for a loss of revenue, revenue must be calculated that amount is separate or included as part of a larger amount). छ
- amount. The recipient must make that payment as and when the consideration for that supply or part of that consideration must first be paid or provided, except that equal to any GST payable on that supply without deduction or set-off of any other under this document, the recipient must pay to the supplier an additional amount If any party ("supplier") makes a taxable supply to another party (recipient") the recipient need not pay any additional amount under this clause unless the ecipient has received a tax invoice for that supply. ਢ

Unless the context otherwise requires, the following definitions apply in this document.

"Completion" means completion of the sale and purchase of the Sale Shares in accordance with clause 3.

Each person who executes this document on behalf of a party under a power of attorney declares that he or she is not aware of any fact or drcumstance that might affect his or her

authority to do so under that power of attorney.

Attorneys

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Any consideration that is specified to be inclusive of GST must not be taken Into-account in calculating the GST payable in relation to a supply for the purposes of this docunient.

"Consideration Shares" means 29,950,930 fully paid ordinary shares in the capital of the Company.

"Encumbrance" means any mortgage, charge, debenture, pledge, lien, hypothecation or other security interest, or any agreement to create those security interests and "Encumber" means, in relation to any asset, to create any Encumbrance over that asset.

"GST Law"has the meaning given to it in A New Tax System (Goods and Services Tax) Act 1999 (Cih).

'Implementation" has the meaning given to it in the implementation Deed.

"Implementation Date" has the meaning given to it in the Implementation Deed.

Timplementation Deed" means the Implementation deed between Australia and New Zealand Banking Group Limited, ANZ HoldCo, ING Insurance International BV, ING Australia Holdings Limited and the Company dated 10 April 2002.

"SaleCo" has the meaning given to it in the recitals.

"Sale Shares", means all of the issued shares in SaleCo.

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SHARE TRANSFER FORM

ANZ Orchard Investments Pty Ltd ACN 098 285 244, of Level 6, 100 Queens Street, Melbourne Victoria, 3000 ("Transferor") in consideration for the issue to it of the Consideration Shares (in accordance with, and as defined in, the Share Transfer Agreement No 3 (ANZ Life Assurance Company Limited ABN 60 000 000 779, of Level 13, 347 Kent Street, Sydney, 2000
Australia Pry Limited ABN 60 000 000 779, of Level 13, 347 Kent Street, Sydney, 2000
["Transferee") transfers to the Transferee 352,818 fully paid ordinary shares ("Shares") in ANZ
Life Assurance Company Limited ACN 008 425 652 ("ANZ Sale Company"), a company registered in the Australian Capital Territory

The Transferee agrees at the time of execution of this Transfer by the Transferor ("Execution Time"):

- to accept the Shares subject to the terms and conditions on which the Transferor held the Shares at the Execution Time, being the terms and conditions applicable as between the ANZ Sale Company in relation to, and the holder for the time being of, the Shares; and Ē
- to become a member of the ANZ Sale Company and to be bound, on being registered as the holder of the Shares, by the ANZ Sale Company's constitution. ē

Dated:

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EXECUTED by ANZ Orchard Investments Pty Ltd:

411342002

Signature of director/secretary Date of power of altorney Signature of attorney Name Name SIGNED for ING Australia Limited under power of altorney in the presence of: Signature of director Signature of wilness Name Name

Namelle Wooder Signature of director feeretary TrePHEN GREEN Date of power of attorney Signature of attorney Name SIGNED for ING Australia Limited under David B Valentine power of attorney in the presence of: 11.6-1/1-Signature of director Signature of Witness Name Name

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(Homes

EXECUTED by ANZ Orchard Investments Pty Ltd:

EXECUTED as an agreement

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Rule 2.7, 3.10.3, 3.10.4, 3.10.5

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002.

AUSTRALIA AND NEW ZEALAND BANKING GROUP LIMITED

Name of entity

ABN		
1100)5 357 522	
We (the entity) give ASX the following	information.
	t 1 - All issues oust complete the relevant sections (attach s.	heets if there is not enough space).
1	⁺ Class of ⁺ securities issued or to be issued	Ordinary Shares
2	Number of *securities issued or to be issued (if known) or maximum number which may be issued	86,500
3	Principal terms of the *securities (eg, if options, exercise price and expiry date; if partly paid *securities, the amount outstanding and due dates for payment; if *convertible securities, the conversion price and dates for conversion)	Fully Paid Shares

11/3/2002 Appendix 3B Page 1

⁺ See chapter 19 for defined terms.

Appendix 3B New issue announcement

Do the *securities rank equally in all respects from the date of allotment with an existing *class of quoted *securities?

If the additional securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment
- 5 Issue price or consideration

85,000 shares at \$11.20 each 750 shares at \$14.63 each 750 shares at \$14.92 each 86,500 shares

6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets) Issued on exercise of options.

7 Dates of entering *securities into uncertificated holdings or despatch of certificates

35,000 shares on 4 June 2002 1,500 shares on 5 June 2002 50,000 shares on 7 June 2002 86,500 shares

8 Number and *class of all *securities quoted on ASX (including the securities in clause 2 if applicable)

Number	+Class
1,499,013,745	Ordinary fully paid
34,224,690	Options on issue

Appendix 3B Page 2

⁺ See chapter 19 for defined terms.

			
		64,016,000	1998 Redeemable Preference Shares.
		60,016,000	1998 Redeemable Preference Shares (Series 2).
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Same as existing ful	lly paid ordinary shares.
art	2 - Bonus issue or pro r	ata issue	
11	Is security holder approval required?	·	
12	Is the issue renounceable or non-renounceable?		
13	Ratio in which the *securities will be offered		·
14	*Class of *securities to which the offer relates		
15	*Record date to determine entitlements		
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?		
17	Policy for deciding entitlements in relation to fractions		
18	Names of countries in which the entity has *security holders who will not be sent new issue documents		
	Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.		
19	Closing date for receipt of acceptances or renunciations		

⁺ See chapter 19 for defined terms.

11/3/2002

Appendix 3B New issue announcement

21	Amount of any underwriting fee or commission	
22	Names of any brokers to the issue	
23	Fee or commission payable to the broker to the issue	
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of *security holders	
25	If the issue is contingent on *security holders' approval, the date of the meeting	
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	
28	Date rights trading will begin (if applicable)	
29	Date rights trading will end (if applicable)	
30	How do *security holders sell their entitlements in full through a broker?	
31	How do *security holders sell part of their entitlements through a broker and accept for the balance?	
32	How do *security holders dispose of their entitlements (except by sale through a broker)?	
33	*Despatch date	

⁺ See chapter 19 for defined terms.

	3 - Quotation of securities ed only complete this section if you are applying for quotation of securities
34	Type of securities (tick one)
(a)	Securities described in Part 1
(b)	All other securities Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities
Entiti	es that have ticked box 34(a)
	ional securities forming a new class of securities additional securities do not form a new class, go to 43)
Tick to docume	indicate you are providing the information or
35	If the *securities are *equity securities, the names of the 20 largest holders of the additional *securities, and the number and percentage of additional *securities held by those holders
36	If the *securities are *equity securities, a distribution schedule of the additional *securities setting out the number of holders in the categories 1 - 1,000 1,001 - 5,000 5,001 - 10,000 10,001 - 100,000 100,001 and over
37	A copy of any trust deed for the additional *securities
(now go	· · ·
	es that have ticked box 34(b)
38	Number of securities for which
39	Class of *securities for which quotation is sought
± Soc ob	hapter 19 for defined terms

11/3/2002

Appendix 3B New issue announcement

40	Do the *securities rank equally in all respects from the date of allotment with an existing *class of quoted *securities?		
	If the additional securities do not rank equally, please state: the date from which they do the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment	<u></u>	
41	Reason for request for quotation now		
	Example: In the case of restricted securities, end of restriction period		
	(if issued upon conversion of another security, clearly identify that other security)		
		Number	†Class
	Number and *class of all *securities quoted on ASX (including the securities in clause 38)		
	(now go to 43)		
All er	ntities		
Fees 13	Payment method (tick one)		
	Cheque attached		
	Electronic payment made		
	Note: Payment may be made electronically if A	Appendix 3B is given to ASX electronicall	y at the same time.
	Periodic payment as agreed with		
	Note: Arrangements can be made for employe	e incentive schemes that involve frequent	issues of securities.
		•	

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Appendix 3B Page 6

11/3/2002

⁺ See chapter 19 for defined terms.

Quotation agreement

- †Quotation of our additional *securities is in ASX's absolute discretion. ASX may quote the *securities on any conditions it decides.
- We warrant the following to ASX.
 - The issue of the *securities to be quoted complies with the law and is not for an illegal purpose.
 - There is no reason why those *securities should not be granted *quotation.
 - An offer of the *securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any *securities to be quoted and that no-one has any right to return any *securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the *securities be quoted.
- We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the *securities to be quoted, it has been provided at the time that we request that the *securities be quoted.
- If we are a trust, we warrant that no person has the right to return the *securities to be quoted under section 1019B of the Corporations Act at the time that we request that the *securities be quoted.
- We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before *quotation of the *securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:

Secretary

Date: 13 June 2002

Print name:

Karen Ka-Leng Phillips

+ See chapter 19 for defined terms.

11/3/2002

Appendix 3B Page 7

	number 7159				207 р	age 1/1 15 July 20
lodging party or ager		Secretary's Off	ice			
office, level, building name or P	OBoxno. Level 6					
street number	& name 100 Queen S	Street				
sut	burb/city Melbourne	state/territor	d AIC b	ostcode 3 0 0 0		
	elephone (03) 9273					
		6142				ASS. REQ-A CASH. REQ-P
DX	number	suburb/city				PROC. 🗆
	Australian Securi	ities & Investments Comm	nission		form 207	
	Notification of			•	Corporations /	Act 2001
	share issu	В			254X (1)	
\vee						
compa	ny name ATISTRATITA A	AND NEW ZEALAND B	ANKING GRO	מפתואוו פו		
•	A.C.N. 005 357 522		AMILINO ONO	DI BINITED		
· ·	_000_331_022					
Details of the issu	ie					
date of issue	e (d/m/y) 07 / 06 / 200	or period of issue (d/m	n/y) from	1 1	to /	/
55.6 5. 1356.		72	,	<u> </u>		
Class of shares - show	only details of shares which ha	ave been issued.	If you are listing only the class co		lasses of shares shown	below, show
class code	full title		•		hare, at 'class code' sho	ow a letter
					en show the full title.	
ORD ORDINA	RY FULLY PAID SHA	RE	code full tit	e cod	le full title	
			A A	PRF	preference	
			B 8etc	CUM	AP cumulative prefer	rence
			EMP employ	ee's NCP	non-cumulative p	reference
		į	FOU founde		•	
			•	ernor's NRP		•
	,		MAN manag			•
			ORD ordinar RED redeen	,		edeemable preference
İ			SPE special	2010	. participative pres	5) 51:66
<u> </u>	<u> </u>					
Details of shares iss	ued					
class of share		number issued	amount (i	any) paid, or agreed	to amount unpaid	(if any), per share
				ered as paid, per shar		
ORD		50,000		\$11.20	0	\$0.0
					1	
		1				
. Have all shares beer	n issued for cash only?	res 🗶 No 🗍				
	n issued for cash only? Y	_	em 2			
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ASIC req	istered agent number	7159					207	page 1/1	15 July
_	arty or agent name		Secretary's Of	fice					
office, level, build	ing name or PO Box no.					-			
S	treet number & name	100 Queen Str	reet						
	suburb/city	Melbourne		ory v	IC postcode 3 0 C	0			
	telephone	(03) 9273 61	41						
	facsimile	(03) 9273 61	42						
	DX number		reet state/territory VIC postcode 3 0 0 0 41 42 suburb/city form 207 Corporations Act 2001 254X(1) NEW ZEALAND BANKING GROUP LIMITED or period of issue (d/m/y) from / / to / / peen issued. If you are listing any of the common classes of shares shown below, show only the class code. If you are listing a different class of share, at 'class code' show a letter code of no more than 4 letters and then show the full title.						
		Australian Securitie	s & Investments Con	ımissior			form 207		_
<		Notification of share issue					•	ns Act 2001	
	company name	AUSTRALIA ANT	NPW ZEALAND	SANKIN	IG GROUP LIMI		-		
		005 357 522	NEW ZEALAND	3741/41	G GROOF BINT				
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Details of		05 / 06 / 2002	or period of issue (d/	/m/y)	from /	1	to	/ /	
		ils of shares which have	been issued.	only t	ne class code.		,		w
lass code	full title								
ORD	ORDINARY FUT	LLY PAID SHARE	3	codo	full title	rnde	full title		
1									
							•	ference	
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				SPE	special				
Details of s	hares issued								
class of share			number issued		-	- 1	amount unpa	id (if any), per	share
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ORD			750		\$	14.92			\$0.
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	print name	KAREN KA-LENG	PHILLIPS	capacity .	SECRETARY	a == 1		and providing	
		10					.hrs	mir	15
	sign hara	Mary	1)		data 13 / 06 /	,, L	C 10.	(1111	

	gistered agent number	7159					207 page	1/1 15 July 2
	party or agent name		Secretary's Of	fice				
office.level.build	ding name or PO Boxno.	Level 6				-		
:	street number & name	100 Queen St	reet			_		
	suburb/city	Melbourne	state/terri	tory v	IC postcode 300	0		
	telephone		41			_		
	facsimile	(03 9273 61				_		ASS. REQ.A
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	сотралу пате	AUSTRALIA AN	D NEW ZEALAND	BANKI	NG GROUP LIMIT	ED		
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class code	full title				are listing a different cla of no more than 4 letters			letter
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İ				A	A	PRF	preference	
				В	Betc	CUMP	cumulative preference	:
			į	EMP	employee's	NCP	non-cumulative prefer	
				FOU	founders	REDP	redeemable preferenc	
				LG	tife governor's	NRP	non-redeemable prefe	erence
]	MAN	management	CRP	cumulative redeemabl	le preference
			i	ORD	ordinary	NCRP	non-cumulative redee	mable preference
			i	UND				
			į	RED	redeemable	PARP	participative preferen	ce
					redeemable special	PARP	participative preferen	ce
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class of share	shares issued			RED	special amount (if any) paid. or be considered as paid.	agreed to per share		ny). per stare
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ASIC registered agent nu	umber 7159					207	page 1/1	15 July 200
lodging party or agent i	name ANZ Company	Secretary's Of	fice					
office, level, building name or PO E								
street number &	200 2200 00							
	b/city Melbourne chone (03) 9273 63	state/terri	tory 1	/IC postcode 3000				
	simile (03) 9273 61	 						ASS. REO-A
ĐX nu	ımber	suburb/city						Cash. REQ.P [PROC.
	Australian Securitie	es & Investments Con	nmissio	<u>n</u>		form 207		
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company	name AUSTRALIA AN	D NEW ZEALAND	BANKI	NG GROUP LIMITE	D			
	A.C.N. 005 357 522							
Details of the issue								
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date of issue (d	I/m/y) _ 24 / 04 / 2002	or period of issue (d	/пиу)	from / /		to .		
Class of shares - show on	ly details of shares which have	been issued.		ı are listing any of the comπ the class code.	ion clas	sses of shares show	vn below, s	show
class code fu	II title		If yo	are listing a different class				er
ORD ORDINARY	FULLY PAID SHAR	3		of no more than 4 letters an				
			<u>cod</u> A	e full title A	code PRF	full title preference		
			В	8etc	CUMP	•	erence	
			EMP	employee's	NCP	non-cumulative		9
			FOU	founders	REDP	redeemable pre		
			LG MAN	life governor's I management	NRP CRP	non-redeemable cumulative rede	•	
			ORD	ordinary	NCRP	non-cumulative	•	
			RED	redeemable	PARP	participative pr	eference	
			SPE	special				
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				be considered as paid, per				
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			-					
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Were some or all of the	e shares issued under a writte	n contract Yes		No 🗷		~		
	y companies must also lodge a		t all stan					
	must also lodge a Form 2072		copy of	the contract.	Γ	Small Business (les	ss than 20	employees),
If No, Public cor	mpanies must also lodge a For	m 208.		•		please provide an to complete this fo	estimate of	
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	i certify that the infor	nation in this form is true	anu com	ਮਾਰਵਲ.			ns, working ning the inf	on the question formation
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print	name KAREN KA-LEN	G PHILLIPS	capacity	SECRETARY		correcting - informatio	and provid	ov and a
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sign	here Wanul	up	3	date 13 V 06 7	ا 92	 		····
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	gistered agent number	7159	د ۱۹۰۹				207	page 1/1	15 July
	party or agent name	ANZ Company	Secretary's Of	fice					
office, level, build	ding name or PO Box no.								
!	street number & name			 -					
		Melbourne	state/terr	tory V	C postcode 3 0	00			
	telephone facsimile						· · · · · · · · · · · · · · · · · · ·	1.00	
	DX number	(03) 9273 6	suburb/city					AS:	SH. 🔲 REQ-
								PRO	х. Ц
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		share issue					254X(1)		
	company name	AUSTRALIA AN	TO NEW ZEALAND	BANKIN	G GROUP LIMI	TED			
•	A.C.N.	005 357 522							
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		14 / 06 / 2003	or pariod of iccur ld	/m/s)	from /	,	to /	1	
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				only th	e class code.				
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				EMP	employee's	NCP	non-cumulative p		
1				FOU	founders	REDP	redeemable pref		
Ì				LG	life governor's	NRP	non-redeemable	preference	
		•		MAN	management	CRP	cumulative rede	mable pref	erence
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i					special	·		· · · <u> </u>	·
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			number issued		be considered as paid		amount unpaid	(if any), per	r share
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class of share ORD 1. Have a	shares issued	•	1,000		be considered as paid	, per share	amount unpaid	(if any), per	
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ASIC (registered agent number	7159					207 page 1/	'1 15 July 2001
	g party or agent name	7137	Secretary's Of	fice				
	ulding name or PO Boxno.					-		
	street number & name	100 Queen St	reet					
	suburb/city	Melbourne	state/terri	tory _V	IC postcode 300	0		
	telephone	(03) 9273 61	41					
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	-L				эреско			
	f shares issued		•					
class of shar	e		number issued		amount (if any) paid, or be considered as paid,		amount unpaid (if any)	. per share
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- 80 -Michelle agent no 7159 agent COMPANY SECRETARY'S OFFICE FOR ANZ BANK address LEVEL 6 100 QUEEN STREET MELBOURNE, VIC, 3000 Ass Req-A phone Cash Req-P fax DX Proc city form | 708 Australian Securities and Investments Commission Notification of Corporations Act 2001 holding or ceasing to hold proper authority 811(4)(b) & 811(7) This form may be used to notify a number of holdings OR ceasings but not both. Documents to be lodged with this Notice when persons commence to hold proper authority. Subsection 811(4)(a) requires a copy of the proper authority relating to each holder to be lodged with Details of the licence type of licence [X] dealer [] investment advisers licence number 86807 Does the register contain more than 100 proper authority holders? [X] yes [] No Details of licensee (Register Keeper) name AUSTRALIA AND NEW ZEALAND BANKING GROUP LIMITED ACN or ARBN 005 357 522 principal place at which business is being carried on address 100 QUEEN STREET MELBOURNE, VIC, 3000 Details of representatives [X] commenced to hold proper authority] ceased to hold proper authority I re-issue of proper authority due to a licence variation reps name CHRYSTIE, GORDON ALEXANDER address 9 O'CONNOR STREET BLACK ROCK, VIC, 3193 date of birth 09/02/1970 place of birth MELBOURNE, VIC date commenced 14/06/2002 date ceased Is the address where business is carried on the same as the address for the licensee?] yes [X] no if no, state full address below address LEVEL 4 287 COLLINS STREET, MELBOURNE, VIC, 3000

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Reference: ANZ

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Details of repre	esentatives (continu	red)		
	[X] commenced to hold proper [] re-issue of proper auti	roper authority authority hority due to a licence variation		
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		-		
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Annexures	(If insufficient space on for	m) Further details are enclosed	in the annexurè marked () of ()pages.	
Signature print name	PHILLIPS, KAREN KA-LEN	NG -	capacity SECRETARY	
sign here	Wandy		date 17/06/2002	
Reference: ANZ	Trace:		pa	age 2

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agent no 7159	4 0 5 0 D 5 7 4 D 4 1 7 0 4 1 7 0 4 1 1 7 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	ner and	
address LEVEL 6	Y SECRETARY'S OFFICE FOR ANZ BANK		
	EN STREET RNE, VIC, 3000		Ass Reg-A
phone	fax		Cash Req-F
DX	city		JF100
1	Australian Securities and Investments Commission	form 708	
	Notification of hold proper a		Corporations Act 200 311(4)(b) & 811(7)
	This form may be used to notify a number of boldin Documents to be lodged with this Notice when persons Subsection 811(4)(a) requires a copy of the proper auth this Notice	commence to hold pro	per authority.
Details of the li	cence		
type of licence licence number			
	Does the register contain more than 100 proper authority	holders?	[X] yes [] No
	-		
Details of licen	see (Register Keeper)	* *	•
	AUSTRALIA AND NEW ZEALAND BANKING GROUP LI	MITED	
ACN or ARBN	principal place at which business is being carried on		
address	100 QUEEN STREET MELBOURNE, VIC, 3000		
	WEEBOOKNE, VIC, 3000		
Details of repre	- esentatives		
	[] commenced to hold proper authority [X] ceased to hold proper authority		
	[] re-issue of proper authority due to a licence variation	١	
	ANSTIS, KIM ANGELA 1/277 O'SULLIVAN ROAD BELLEVUE HILL, NSW, 2023		
date of birth date commenced date ceased	7/11/1997	NEW ZEALAND	
	Is the address where business is carried on the same as [] yes [X] no if no, state full address below		censee ?
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Details of representatives (continued)				
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation			
	AZAR, ANTHONY STEPHEN .34 DUDLEY STREET BONDI, NSW, 2026			
date of birth date commenced date ceased	30/05/2001			
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below			
address	LEVEL 6, 20 MARTIN PLACE SYDNEY, NSW, 2000			
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation			
	DIAS, MOIRA 15 SHERBROOKE HEIGHTS NORANDA, WA, 6062			
date of birth date commenced date ceased	31/05/1999			
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below			
address	77 ST. GEORGES TERRACE PERTH, WA, 6000			
	- ·			
	-			
Annexures	(If insufficient space on form) Further details are enclosed in the annexure marked () of ()pages.			
Signature print name	PHILLIPS, KAREN KA-LENG capacity SECRETARY			
sign here	Manustra date 17/06/2002			

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		-92-	Mi Le C	Ĺ	
address LEVEL 6 100 QUES MELBOUF phone	Y SECRETARY'S OFFICE F EN STREET RNE, VIC, 3000			Ass Cash	Req-A
DX	city			_ Proc	
	Australian Securities and I	nvestments Commission	form 708		
	Notification of holding or ceasing	g to hold proper a		Corporations	
	Documents to be lodged w	to notify a number of holding with this Notice when persons cores a copy of the proper authors.	commence to hold pro	per authority	
Details of the li	cence				
type of licence licence number		[] investment advisers			
	Does the register contain m	nore than 100 proper authority	holders? [X] yes	[] No
ACN or ARBN		ALAND BANKING GROUP LII	MITED		
Details of repre	sentatives				
	[X] commenced to hold proper a ceased to hold proper a ceased to hold proper auth				
	CALIKES, CATHERINE HE 27 LANCELOT AVENUE HAZELWOOD PARK, SA,				
date of birth date commenced date ceased		place of birth WHYALLA, SA	A 		
		ess is carried on the same as if no, state full address below	the address for the lic	ensee ?	<u> </u>
address	37 O'CONNELL STREET ADELAIDE NORTH, SA, 51	000			· · · · · · · · · · · · · · · · · · ·
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page 1

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etails of repre	sentatives (continued)
	[X] commenced to hold proper authority [] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	DINH, ANN HAIAN 354 HAMPSHIRE CRES SUNSHINE, VIC, 3020
date of birth date commenced date ceased	
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	348 KEILOR ROAD NIDDRIE, VIC, 3042
	[X] commenced to hold proper authority [] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
reps name address	JONES, GAY SUZANNE 48 CURZON ROAD NEW LAMBTON HEIGHTS, NSW, 2305
date of birth date commenced date ceased	•
	Is the address where business is carried on the same as the address for the licensee? [] yes [X] no if no, state full address below
address	490 KING STREET NEWCASTLE WEST, NSW, 2302
	[X] commenced to hold proper authority [] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	KEEGAN, MICHAEL DAVID 5 ELM ROAD NIAGARA PARK, NSW, 2250
date of birth date commenced date ceased	· · · · · · · · · · · · · · · · · · ·
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	184 MANN ROAD GOSFORD, NSW, 2250

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page_2

Details of representatives (continued) [X] commenced to hold proper authority [] ceased to hold proper authority re-issue of proper authority due to a licence variation reps name LUU, SU THANH address 25 ELPHINSTONE STREET WEST FOOTSCRAY, VIC, 3012 date of birth 17/02/1974 place of birth MINH HAI, VIETNAM date commenced 21/06/2002 date ceased Is the address where business is carried on the same as the address for the licensee? if no, state full address below [] yes [X] no address 3/388 COLLINS STREET MELBOURNE, VIC, 3000 [X] commenced to hold proper authority I ceased to hold proper authority] re-issue of proper authority due to a licence variation reps name WALDEN, TANIA LEANNE address 3/301 ST GEORGES ROAD FITZROY NORTH, VIC, 3068 date of birth 24/07/1971 place of birth AUCKLAND, NEW ZEALAND date commenced 21/06/2002 date ceased Is the address where business is carried on the same as the address for the licensee? if no, state full address below [X] no [] yes address 3/388 COLLINS STREET MELBOURNE, VIC, 3000 [X] commenced to hold proper authority] ceased to hold proper authority re-issue of proper authority due to a licence variation reps name ZEE, MATTHEW address 213 VICTORIA STREET BEACONSFIELD, NSW, 2015 date of birth 25/10/1969 place of birth SYDNEY, NSW date commenced 21/06/2002 date ceased Is the address where business is carried on the same as the address for the licensee? if no, state full address below [X] no [] yes address 6 CROSS STREET HURSTVILLE, NSW, 2220

Reference: ANZ

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Details of representatives (continued)

Annexures

(If insufficient space on form) Further details are enclosed in the annexure marked () of ()pages.

Signature

print name PHILLIPS, KAREN KA-LENG

capacity SECRETARY

sign here

Munu

date 21/06/2002

Reference: ANZ

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Widele

agent no 7		Y SECRETARY'S OF	FFICE FOR ANZ BANK			
address l		1 OLONE PART 5 OF	TIGET ON ANZ BANK			
		EN STREET RNE, VIC, 3000			Ass	Req-A
phone	VILLBOOT	NINE, VIC, 3000	fax		Cash	Req-P
DX		city			Proc	
	:	Australian Securitie	es and Investments Commission	form 708		
		Notification of			Corporation	ns Act 2001
			easing to hold proper	authority	811(4)(b) 8	
					011(4)(6) 0	011(1)
		Documents to be lo	e used to notify a number of holdir odged with this Notice when persons (a) requires a copy of the proper auth	commence to hold p	roper author	
Details o	of the li	cence				
	of licence e number	[X] dealer 86807	[] investment advisers			
		Does the register co	ontain more than 100 proper authority	y holders ?	[X] yes	[] No
						
Details o	of licen	- see (Register H	(eeper)			
		, -		MATER		
ACN		005 357 522	IEW ZEALAND BANKING GROUP L	IIMII EU		
			nich business is being carried on			
	address	100 QUEEN STREE MELBOURNE, VIC			•	
Details o	f repre	esentatives				
•						
		[X] ceased to hold	hold proper authority proper authority			
		[] re-issue of prop	per authority due to a licence variation	n		
re	ns name	ADAMS, KENNETH	FRIC			
10		51 DAVID AVENUE				
		EAST KEILOR, VIC	2, 3033			
dat	te of birth	17/10/1944	place of birth ESSENDON	, VIC		
		17/09/1999 21/06/2002				
uat	e ceaseu	2170072002				
		Is the address wher	e business is carried on the same as io if no, state full address below		licensee?	
	address	272 HAMPSHIRE R	OAD			
		SUNSHINE, VIC, 3				
				····		
					7**	
					•	

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Details of representatives (continued)] commenced to hold proper authority [X] ceased to hold proper authority re-issue of proper authority due to a licence variation reps name BOWEN, LOIS JOY address 5 ZAMIA CRT ANDERGROVE, QLD, 4740 date of birth 08/05/1953 place of birth BRISBANE, QLD date commenced 20/10/1999 date ceased 21/06/2002 Is the address where business is carried on the same as the address for the licensee? [X] no if no, state full address below [] yes address CORNER SYDNEY & VICTORIA STREETS MACKAY, QLD, 4740 [] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation reps name DAVIES, RICHARD JOHN address 18 WILLS CRS BATEMANS BAY, NSW, 2536 date of birth 17/06/1963 place of birth WALES, ENGLAND date commenced 08/09/1999 date ceased 21/06/2002 Is the address where business is carried on the same as the address for the licensee? [X] no if no, state full address below [] yes address 22 ORIENT STREET BATEMANS BAY, NSW, 2536 I commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation reps name DONOVAN, RAYMA BETH address 12 DHAL STREET TOOWOOMBA, QLD, 4350 place of birth BRISBANE, QLD date of birth 18/05/1959 date commenced 20/10/1999 date ceased 21/06/2002 Is the address where business is carried on the same as the address for the licensee? [] yes if no, state full address below [X] no address 367 RUTHVEN STREET TOOWOOMBA, QLD, 4350

Reference: ANZ

Details of repre	esentatives (continued)
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	FITZPATRICK, PETER JAMES 15 AWINYA COURT PIALBA, QLD, 4655
date of birth date commenced date ceased	
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	1401 TOORAK ROAD BURWOOD, VIC, 3125
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	GOLDEN, MEGAN DIANNE 6 GARGET STREET TOOWOOMBA, QLD, 4350
date of birth date commenced date ceased	20/10/1999
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	367 RUTHVEN STREET TOOWOOMBA, QLD, 4350
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
reps name address	GORMAN, ANTHONY WILLIAM 8 CIMARRON CLOSE ELEEBANA, NSW, 2282
date of birth date commenced date ceased	24/08/1999
	Is the address where business is carried on the same as the address for the licensee? [] yes [X] no if no, state full address below
address	42 - 46 HARRISON STREET CARDIFF, NSW, 2285

Details of representatives (continued)

] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	GRAY, JOHN "ROSEHILL", OURA ROAD WAGGA WAGGA, NSW, 2650
date of birth date commenced date ceased	24/08/1999
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	100 BAYLIS STREET SOUTH WAGGA WAGGA, NSW, 2650
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	GRIFFIN, BRIAN MURRAY 12 CORBY CLOSE THURGOONA, NSW, 2640
date of birth date commenced date ceased	17/09/1999
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	170 HIGH STREET WODONGA, VIC, 3690
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	GROOM, ADRIAN DONALD 3/128 CHARLES AVENUE MINNAMURRA, NSW, 2533
date of birth date commenced date ceased	24/08/1999
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	107 FERN STREET GERRENGONG, NSW, 2533

etails of repre	sentatives (continued)	
	 [] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation 	
	HANRAHAN, PETER MARK 17 NELSON STREET INNISFAIL, QLD, 4860	
date of birth date commenced date ceased	08/10/1999	
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below	
address	20 - 22 RANKIN STREET INNISFAIL, QLD, 4860	
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation	
	JAMES, STEPHEN DOUGLAS 7 JAMES STREET MOSSVALE, NSW, 2577	
date of birth date commenced date ceased	08/10/1999	
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below	-
address	293 BONG BONG STREET BOWRAL, NSW, 2576	
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation	
	JELENCIC, MAX 44 GARDEN STREET WARRNAMBOOL, VIC, 3280	
date of birth date commenced date ceased	09/02/2000	
	Is the address where business is carried on the same as the address for the licensee? [] yes [X] no if no, state full address below	
address	141 LIEBIG STREET WARRNAMBOOL, VIC, 3280	
	· · · · · · · · · · · · · · · · · · ·	

Details of representatives (continued)

	[] commenced to hold proper authority [X] ceased to hold proper authority
	[] re-issue of proper authority due to a licence variation
	KAY, NEIL RICHARD 76 OCEAN BEACH DRIVE SHELLHARBOUR, NSW, 2529
date of birth date commenced date ceased	24/08/1999
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	144 FLINDERS STREET ALBION PARK, NSW, 2527
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	KELLY, JUSTIN ROBERT 6 ANNA COURT HALLETT COVE, SA, 5158
date of birth date commenced date ceased	24/08/1999
	Is the address where business is carried on the same as the address for the licensee? [] yes [X] no if no, state full address below
address	SHOP 3, MCLAREN VALE SHOPPING CENTRE MCLAREN VALE, SA, 5171
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	LEPORE, ANTHONY 48 AMAZON DRIVE BEECHBORO, WA, 6063
date of birth date commenced date ceased	24/08/1999
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	ANZ BANK 8 OLD COLLIER ROAD, MORLEY, WA, 6062

Reference: ANZ

Details of representatives (continued) [] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation reps name MIRAMS, ANDREW DAVID address 9 HOLLOWAY ROAD STAWELL, VIC, 3380 date of birth 09/12/1969 place of birth CAULFIELD, VIC date commenced 28/09/1999 date ceased 21/06/2002 Is the address where business is carried on the same as the address for the licensee? if no, state full address below [] yes [X] no address 149 GOLD REEF MALL STAWELL, VIC, 3380 [] commenced to hold proper authority [X] ceased to hold proper authority re-issue of proper authority due to a licence variation reps name NELOSKI, RADOVAN address 1 MATTHEW STREET WOLLONGONG, NSW, 2500 date of birth 02/01/1965 place of birth STRUGA, MACEDONIA date commenced 09/09/1999 date ceased 21/06/2002 Is the address where business is carried on the same as the address for the licensee? if no, state full address below [X] no] yes address LEVEL 24, 68 PITT STREET SYDNEY, NSW, 2000 [] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation reps name PATON, WILLIAM JOHN address 2 NEW STREET DALBY, QLD, 4405 date of birth 08/08/1967 place of birth SALE, VIC date commenced 09/02/2000 date ceased 21/06/2002 Is the address where business is carried on the same as the address for the licensee? if no, state full address below [] yes [X] no address 94 ARCHER STREET WOODFORD, QLD, 4514

Reference: ANZ

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Details of representatives (continued)

- .:

•	 [] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation 	
	PATTERSON, PETER WARREN 19 WERTH STREET OAKEY, QLD, 4401	
date of birth date commenced date ceased		
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below	
address	OAKEY, QLD, 4401	
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation	
	SHEPHERD, ROBYN LYNETTE 10 LAMERTON DRIVE MARYBOROUGH, QLD, 4650	,
date of birth date commenced date ceased	28/02/2000	
•	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below	
address	ANZ BANK 221 ADELAIDE STREET, MARYBOROUGH, QLD, 4650	
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation	
	SHEPPARD, GARY CHARLES 7 AVON CLOSE TERRIGAL, NSW, 2260	
date of birth date commenced date ceased	02/09/1999	
	Is the address where business is carried on the same as the address for the licensee? [] yes [X] no if no, state full address below	
address	SHOP 19, FOUNTAIN PLAZA ERINA, NSW, 2250	
		485

Reference: ANZ

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Details of representatives (continued) [] commenced to hold proper authority X ceased to hold proper authority re-issue of proper authority due to a licence variation reps name SMITH, LYN MAREE address 225 PANORAMA DRIVE NAMBOUR, QLD, 4560 date of birth 22/11/1965 place of birth KINGAROY, QLD date commenced 08/06/2000 date ceased 21/06/2002 Is the address where business is carried on the same as the address for the licensee? [X] no if no, state full address below [] yes address 66 CURRY STREET NAMBOUR, QLD, 4560] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation reps name SMITH, PHILIP ROBERT address 30 MOUNT DARRALM ROAD PAMBULA, NSW, 2549 date of birth 28/03/1967 place of birth PARRAMATTA, NSW date commenced 24/09/1999 date ceased 21/06/2002 Is the address where business is carried on the same as the address for the licensee? if no, state full address below [] yes [X] no address 176 CARP STREET BEGA, NSW, 2550 1 commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation reps name SMITH, SCOTT ROBERT address 4 PICADILLY COURT PROSPECT, TAS, 7250 date of birth 01/10/1968 place of birth HOBART, TAS date commenced 24/09/1999 date ceased 21/06/2002 Is the address where business is carried on the same as the address for the licensee?

if no, state full address below

Reference: ANZ

Trace:

[] yes

address 54 EMU BAY ROAD

[X] no

DELORAINE, TAS, 7304

Details of repre	sentatives (continued)
] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	STEWART, LYNETTE GAY 1 CRAIGLEA CLOSE TAREE, NSW, 2430
date of birth date commenced date ceased	02/09/1999
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	50 MANNING STREET TAREE, NSW, 2430
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	WILSON, ANTHONY WILLIAM 7/56 SABINE ROAD MILNER, NT, 0810
date of birth date commenced date ceased	09/02/2000
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	1/43 SMITH STREET DARWIN, NT, 0800
	<u>~</u>
nnexures	(If insufficient space on form) Further details are enclosed in the annexure-marked () of ()pages.
Signature	ti
	FHILLIPS, KAREN KA-LENG capacity SECRETARY
sign here	date 21/06/2002

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•		-106-	withe				
address LEVEL 6	Y SECRETARY'S OFFICE F	OR ANZ BANK				···	
	EN STREET RNE, VIC, 3000	Į.		l Ass	\neg	Reg-A	
phone DX				Cash Proc		Req-P	
	Australian Securities and I	nvestments Commission	form 708				
	Notification of holding or ceasing	g to hold proper a		orporation			
	Documents to be lodged w	to notify a number of holding with this Notice when persons o ires a copy of the proper autho	ommence to hold prop	er authori		ged with	
Details of the li	cence						
type of licence licence number		[] investment advisers					
	Does the register contain m	nore than 100 proper authority	holders ? [>	(] yes	[] No	
Details of licens	Details of licensee (Register Keeper)						
ACN or ARBN		ALAND BANKING GROUP LIN	MITED				
Details of representatives							
	[] commenced to hold pro [X] ceased to hold proper a [] re-issue of proper auth						
	DAVEY, ANTHONY JOHN 27 PIPING LANE GERALDTON, WA, 6530						
date of birth date commenced date ceased	08/10/1999	place of birth BRISBANE, Q	LD				
		ess is carried on the same as t if no, state full address below	he address for the lice	nsee ?			
address	141 MARINE TERRACE GERALDTON, WA, 6530					. ,	

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Details of representatives (continued)

•	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	DONATO, KAREN MARGARET 77 ROSS STREET AYR, QLD, 4807
date of birth date commenced date ceased	28/09/1999
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	ANZ BANK 21-23 GRAFTON STREET, CAIRNS, QLD, 4870
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	DONATO, MICHAEL DOMENIC 77 ROSS STREET AYR, QLD, 4807
date of birth date commenced date ceased	28/09/1999
	Is the address where business is carried on the same as the address for the licensee? [] yes [X] no if no, state full address below
address	154 QUEEN STREET AYR, QLD, 4807
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	ELORTEGUI, ERICA ANN 42 GORT STREET INGHAM, QLD, 4850
date of birth date commenced date ceased	28/09/1999
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	39 LANNERCOST STREET INGHAM, QLD, 4850

Reference: ANZ

Trace:

etails of representatives (continued)		
] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation 	
	GREY, DARREN JOHN 22 TARGET ROAD ALBANY, WA, 6330	
date of birth date commenced date ceased	24/08/1999	
	Is the address where business is carried on the same as the address for the licensee? [] yes [X] no if no, state full address below	
address	23 ALBANY HIGHWAY ALBANY, WA, 6330	
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation	
	HOANG, WINNIE 7/9-11 DOODSON AVENUE LIDSCOMBE, NSW, 2141	
date of birth date commenced date ceased	17/09/1999	
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below	
address	16 JOHN STREET . CABRAMATTA, NSW, 2166	
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation	
	JOBLING, STEPHEN JOHN 17 SOUTH STREET BENALLA, VIC, 3672	
date of birth date commenced date ceased	21/09/1999	
	Is the address where business is carried on the same as the address for the licensee? [] yes [X] no if no, state full address below	
address	24 BRIDGE STREET BENALLA, VIC, 3672	

	[] commenced to hold proper authority[X] ceased to hold proper authority[] re-issue of proper authority due to a licence variation	
	MANN, RUSSELL BARRY 23 WOOD STREET FOSTER, VIC, 3960	
date of birth date commenced date ceased	21/09/1999	
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below	
address	64 MAIN STREET FOSTER, VIC, 3960	
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation	
	MURCHIE, TREVOR ANDREW 11 BERKELEY CT KIRWAN, QLD, 4817	
date of birth date commenced date ceased	07/10/1999	
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below	
address	ANZ BANK 121 STURT STREET, TOWNSVILLE, QLD, 4810	_
] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation 	
	PASKOV, TIMOTHY RAY 326 PICCADILLY STREET KALGOORLIE, WA, 6430	
date of birth date commenced date ceased	21/09/1999	
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below	
, address	ANZ BANK 189 HANNAN STREET, KALGOORLIE, WA, 6430	

Details of repre	sentatives (continued)
	commenced to hold proper authority ceased to hold proper authority re-issue of proper authority due to a licence variation
	PHILLIPS, KARL NIGEL 8/7 BOUVERIE PLACE LEEDERVILLE, WA, 6007
date of birth date commenced date ceased	31/08/1999
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	786 ALBANY HIGHWAY EAST VICTORIA PARK, WA, 6101
	commenced to hold proper authority Cassed to hold proper authority re-issue of proper authority due to a licence variation
	PRETTEJOHN, DAMIEN MARK 8 GREENPINE CIRCUIT GOLDEN GROVE, SA, 5125
date of birth date commenced date ceased	08/10/1999
	Is the address where business is carried on the same as the address for the licensee? [] yes [X] no if no, state full address below
address	54 MAIN STREET LOBETHAL, SA, 5241
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	RITCHIE, ROD 140 MAIN STREET PAKENHAM, VIC, 3810
date of birth date commenced date ceased	11/01/2000
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	140 MAIN STREET PAKENHAM, VIC, 3810
-	

Details of repre	sentatives (continued)
] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	SALERNO, GIUSEPPE PETER 7 JACINTA CRESCENT MAREEBA, QLD, 4880
date of birth date commenced date ceased	20/10/1999
	Is the address where business is carried on the same as the address for the licensee? [] yes [X] no if no, state full address below
address	CORNER MAIN & VERNON STREETS ATHERTON, QLD, 4883
	commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	SHELLCOT, SANDRA LEE 1 THOMAS STREET TRARALGON, VIC, 3844
date of birth date commenced date ceased	08/10/1999
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	38 FRANKLIN STREET TRARALGON, VIC, 384
	commenced to hold proper authority Commenced to hold proper authority re-issue of proper authority due to a licence variation
	SIEVWRIGHT, RODERICK JAMES 2/132 MANDURAH TERRACE MANDURAH, WA, 6210
date of birth date commenced date ceased	20/10/1999
	Is the address where business is carried on the same as the address for the licensee? [] yes [X] no if no, state full address below
address	10/316 PINJARRA ROAD MANDURAH, WA, 6210
	·
	And the same of th

Trace:

Annexures

(If insufficient space on form) Further details are enclosed in the annexure marked () of ()pages.

Signature print name PHILLIPS, KAREN KA-LENG

capacity SECRETARY

sign here

date 21/06/2002

Reference: ANZ

Trace:

•		-113 -	Mil	Lell	
address LEVEL 6 100 QUEE	Y SECRETARY'S OFFICE FO	OR ANZ BANK			
phone DX	RNE, VIC, 3000 fax city	× .		Ass Cash Proc	Req-A Req-P
2	Australian Securities and Ir	nvestments Commission	form 708		
	Notification of holding or ceasing	g to hold proper a	uthority	Corporation 811(4)(b) &	
	Documents to be lodged wi	notify a number of holding th this Notice when persons of res a copy of the proper autho	commence to hold pr	oper authori	
Details of the li	cence				
type of licence licence number	-] investment advisers			
	Does the register contain mo	ore than 100 proper authority	holders ?	[X] yes	[] No
Details of licens	₌ see (Register Keeper	r)			
ACN or ARBN	AUSTRALIA AND NEW ZEA 005 357 522 principal place at which busi 100 QUEEN STREET MELBOURNE, VIC, 3000		MITED		
Details of repre	sentatives				
·	[] commenced to hold pro [X] ceased to hold proper a	per authority outhority ority due to a licence variation			
	BOTTLE, CHRIS 44 GEOFFREY ROAD CHITTAWAY POINT, NSW,	, 2261			e e
date of birth date commenced date ceased	23/08/1999	place of birth EPPING, NSV	V		_
**		ess is carried on the same as t f no, state full address below	the address for the li	censee ?	
address	SHOP 1, WYONG PLAZA WYONG, NSW, 2259				
					_

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Details of repre	sentatives (continued)
] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	CARROLL, JUDITH LOUISE 33 MEREDITH STREET NEW LAMBTON, NSW, 2305
date of birth date commenced date ceased	19/07/2000
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	437 HIGH STREET MAITLAND, NSW, 2320
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	CONDON, DAMIAN EDWARD 10 MULLINS STREET WHITFIELD, QLD, 4870
date of birth date commenced date ceased	10/11/1999
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	ANZ BANK 21-23 GRAFTON STREET, CAIRNS, QLD, 4870
] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	DUNCAN, RENAE 50 SIX MILE ROAD EAGLETON, NSW, 2324
date of birth date commenced date ceased	24/08/1999
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	19 WILLIAMS STREET RAYMOND TERRACE, NSW, 2324
date of birth date commenced date ceased	DUNCAN, RENAE 50 SIX MILE ROAD EAGLETON, NSW, 2324 08/04/1973 place of birth CESSNOCK, NSW 24/08/1999 21/06/2002 Is the address where business is carried on the same as the address for the licensee? [] yes [X] no if no, state full address below 19 WILLIAMS STREET

Trace:

etails of repre	esentatives (continued)	
	 [] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation 	
	ENNOR, JAMES SUTHERLAND 10 BUCKLAND COURT ELLIMINYT, VIC, 3250	
date of birth date commenced date ceased	24/08/1999	
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below	
address	172 MANIFOLD STREET CAMPERDOWN, VIC, 3260	
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation	
	GEE, ANTHONY VINCENT 3 LEO CL;OSE ELERMORE VALE, NSW, 2287	,
date of birth date commenced date ceased	27/08/1999	
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below	
address	212 PACIFIC HIGHWAY CHARLESTOWN, NSW, 2290	
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation	
	HARTWELL, ALAN DOUGLAS 14 TILBROOK AVENUE CLARE, SA, 5453	
date of birth date commenced date ceased	17/09/1999	
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below	
address	243 MAIN NORTH ROAD CLARE, SA, 5453	

] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	KENNY, ANNE LOUISE 4 PEPPERMINT CLOSE NARARA, NSW, 2250
date of birth date commenced date ceased	28/10/1999
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	SHOP 95, ERINA FAIR ERINA, NSW, 2250
,	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	MCCALLUM, SHAUN PATRICK 65 SPALLA DRIVE PROSERPINE, QLD, 4800
date of birth date commenced date ceased	28/09/1999
	Is the address where business is carried on the same as the address for the licensee? [] yes [X] no if no, state full address below
address	41 MAIN STREET PROSERPINE, QLD, 4800
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	SHALES, RHONDA ELAINE 2 CHARLEKATA CLOSE FRESHWATER, QLD, 4870
date of birth date commenced date ceased	24/09/1999
·	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	ANZ BANK 21-23 GRAFTON STREET, CAIRNS, QLD, 4870

Reference: ANZ

] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	SHEPPARD, MURRAY WILLIAM 5A PRENTICE PLACE ANNA BAY, NSW, 2316
date of birth date commenced date ceased	
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	93 MAGNUS STREET NELSON BAY, NSW, 2315
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	STOECKEL, DAVID LESLIE 55 BRETON PLACE PORT LINCOLN, SA, 5606
date of birth date commenced date ceased	08/10/1999
	Is the address where business is carried on the same as the address for the licensee? [] yes [X] no if no, state full address below
address	76 TASMAN TERRACE PORT LINCOLN, SA, 5606
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation .
	TOUMAZOU, CHRISTOS 11 GAINSBOROUGH DRIVE AYR, QLD, 4807
date of birth date commenced date ceased	24/09/1999
	Is the address where business is carried on the same as the address for the licensee? [] yes [X] no if no, state full address below
address	154 QUEEN STREET AYR, QLD, 4807

Reference: ANZ

	-118 -	
Details of repre	esentatives (continued)	
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation	
	TUNE, LEANNE PATRICIA 11 SUNRISE CRESCENT GRACEMERE, QLD, 4702	
date of birth date commenced date ceased	07/10/1999	
	Is the address where business is carried on the same as the address for [] yes [X] no if no, state full address below	or the licensee ?
address	214 BOLSOVER STREET ROCKHAMPTON, QLD, 4700	
•		

			250
Annexures	(If insufficient space on form) Further details	are enclosed in the annexure marked () of ()p	pages.
Signature			
print name	PHILLIPS, KAREN KA-LENG	capacity SECRETARY	
sign here	Maria	date 21/06/2002	

Trace:

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	-119-	Midrile		
agent no 7159		1 2,22		
agent COMPAN address LEVEL 6	Y SECRETARY'S OFFICE FOR ANZ BANK			
100 QUE	EN STREET RNE, VIC, 3000		TAGE DES A F	
phone	fax		Ass Req-A Req-P	
DX	city .		Proc	_
	Australian Securities and Investments Commission	form 708		
	Notification of holding or ceasing to hold proper a	41	Corporations Act 2001 811(4)(b) & 811(7)	
	This form may be used to notify a number of holdin Documents to be lodged with this Notice when persons subsection 811(4)(a) requires a copy of the proper authorities Notice	commence to hold pr	oper authority.	i
Details of the li	cence			
type of licence licence number				
•	Does the register contain more than 100 proper authority	holders ?	[X] yes [] No	
name ACN or ARBN	see (Register Keeper) AUSTRALIA AND NEW ZEALAND BANKING GROUP LI 005 357 522 principal place at which business is being carried on 100 QUEEN STREET MELBOURNE, VIC, 3000	MITED		
Details of repre	esentatives			
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation			
	BURTON, GARY JOHN 30 MASHIE WAY WODONGA, VIC, 3690			
date of birth date commenced date ceased		C		
	Is the address where business is carried on the same as [] yes [X] no if no, state full address below		censee ?	
address	579 DEAN STREET ALBURY, NSW, 2640			
	See	Name :		
	•			
	-			
		•		

] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation 	
	CROSS, IAN MATTHEW 13 CAVILL AVENUE FORSTER, NSW, 2428	
date of birth date commenced date ceased	24/08/1999	
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below	
address	55 WHARF STREET FORSTER, NSW, 2428	
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation	
	DOLLING, ANTHONY DEAN 30 PARA ROAD TANUNDA, SA, 5352	
date of birth date commenced date ceased	11/05/2000	
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below	
address	44 MURRAY STREET TANUNDA, SA, 5290	
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation	
	FERDINANDS, MALCOLM CECIL 67 RAVENSBOURNE CIRCUIT DURAL, NSW, 2158	
date of birth date commenced date ceased	05/04/2000	
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below	
address	LEVEL 6, 20 MARTIN PLACE SYDNEY, NSW, 2000	
		., .,

Reference: ANZ

	 [] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	FOSTER, PRESTON RANDALL 4/21 MOSMAN STREET MOSMAN, NSW, 2088
date of birth date commenced date ceased	
	Is the address where business is carried on the same as the address for the licensee? [] yes [X] no if no, state full address below
address	20 MARTIN PLACE SYDNEY, NSW, 2000
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	GOSLEY, KEITH DAVID 21 TREETOP DRIVE FOREST GARDENS, QLD, 4868
date of birth date commenced date ceased	28/09/1999
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	ANZ BANK 21-23 GRAFTON STREET, CAIRNS, QLD, 4870
] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	MACARTNEY, DARREN GORDON 496 CLAY STREET HAY, NSW, 2711
date of birth date commenced date ceased	28/02/2000
	Is the address where business is carried on the same as the address for the licensee? [] yes [X] no if no, state full address below
address	104 LACHLAN STREET HAY, NSW, 2711

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] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	MARTENS, JOHN VINCENT 74 WOMPOO ROAD LONGREACH, QLD, 4730
date of birth date commenced date ceased	
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	101 EAGLE STREET LONGREACH, QLD, 4730
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	MCNEILL, CALLUM ANDREW 2 HARRISON STREET SMITHTON, TAS, 7330
date of birth date commenced date ceased	20/10/1999
٠	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	42 EMMETT STREET SMITHTON, TAS, 7330
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	MITCHELL, RODNEY JAMES 428 BOATHARBOUR ROAD ELTHAM, NSW, 2480
date of birth date commenced date ceased	21/09/1999
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	57 JONSON STREET BYRON BAY, NSW, 2481

Reference: ANZ

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Details of repre	sentatives (continued)
] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	OWEN, SARAH BREACA ELAINE 28 CALEDONIA STREET PADDINGTON, NSW, 2021
date of birth date commenced date ceased	31/05/2002
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	20 MARTIN PLACE SYDNEY, NSW, 2000
·	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	PAINO, LISA LEANNE 4 LAUREL COURT GLEN WAVERLEY, VIC, 3150
date of birth date commenced date ceased	08/10/1999
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	1/533 BLACKBURN ROAD MOUNT WAVERLEY, VIC, 3149
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	PEARCE, RONALD KEITH 37 JACOBSEN OUTLOOK PIALBA, QLD, 4655
date of birth date commenced date ceased	27/03/2000
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	4/100 QUEEN STREET MELBOURNE, VIC, 300

Reference: ANZ Trace:

Details of repre	sentatives (continued)
] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	RIVENELL, GAVIN RICHARD 7 NIRIMBA COURT TAMWORTH, NSW, 2340
date of birth date commenced date ceased	09/09/1999
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	479 PEEL STREET TAMWORTH, NSW, 2340
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	ROBERTS, LEON KENNY 31 DOUGLASS STREET CLERMONT, QLD, 4721
date of birth date commenced date ceased	24/11/1999
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	CORNER DAINTREE & CAPELLA STREETS CLERMONT, QLD, 4721
	[] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	RYAN, MATTHEW JOHN 1/10 DAWSON AVENUE ARMIDALE, NSW, 2350
date of birth date commenced date ceased	28/02/2000
	Is the address where business is carried on the same as the address for the licensee? [] yes [X] no if no, state full address below
address	123 BEARDY STREET ARMIDALE, NSW, 2350
.	

Details of repre	sentatives (continued)
] commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	SMALLWOOD, GLENN ALLAN 3 LOWANA CLOSE MUDGEE, NSW, 2850
date of birth date commenced date ceased	10/09/1999
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	52 CHURCH STREET MUDGEE, NSW, 2850
	commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	TYBELL, MATTHEW JAMES MCRAE 8 MEYERS STREET TENNANT CREEK, NT, 0860
date of birth date commenced date ceased	24/09/1999
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
address	143 PATERSON STREET TENNANT CREEK, NT, 0860
	commenced to hold proper authority [X] ceased to hold proper authority [] re-issue of proper authority due to a licence variation
	ZHAO, ALLISA XIAO YUN 2 HARTLAND AVENUE BLACK FOREST, SA, 5035
date of birth date commenced date ceased	02/04/2001
	Is the address where business is carried on the same as the address for the licensee ? [] yes [X] no if no, state full address below
· ·	13 GRENFELL STREET ADELAIDE, SA, 5000

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Annexures (If insufficient space on form) Further details are enclosed in the annexure marked () of ()pages.

Signature

print name, PHILLIPS, KAREN KA-LENG

capacity SECRETARY

sign here

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date 21/06/2002

Reference: ANZ

Trace:

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Media Release



Corporate Affairs Level 20, 100 Queen Street Melbourne Vic 3000 Facsimile 03 9273 4899 www.anz.com

For release: 25 June 2002

Mortgage on Hollywood

Not many home loans come with a trip to Hollywood, but that's exactly what one lucky couple received recently when they took out a mortgage with ANZ's Pialba branch.

Bernie and Jeannette Jones won a trip to Hollywood through ANZ's CANNEX 5 Star promotion.

They were one of 3500 ANZ Money Saver Home and ANZ Money Saver Residential Investment Loan customers who entered the competition, which celebrated independent financial services research group CANNEX awarding the ANZ Money Saver Home Loan a five star rating for the ninth consecutive quarter.

"Our Money Saver Home Loan is a very competitive product. I invite all home buyers to come in and talk to us about their home loan needs," said ANZ Pialba Branch Manager, Ron Pearce.

CANNEX analyses more than 3 000 mortgage products from 160 financial institutions in Australia and only awards the top 5 per cent of products with five stars. Consideration is given to consumer friendly aspects of mortgages including costs, features, flexibility and terms and conditions.

ANZ has been serving the Hervey Bay Community through branches at Pialba and Torquay for 25 years providing standard banking services as well as an ATM, Phone Banking Hotline and Fast Deposit Box.

Bernie and Jeannette have been ANZ customers since January 1999 and recently refinanced an existing property with the bank.

"It's a great thrill to have our customers win the trip to Hollywood. All our staff at the branch are very happy for Bernie and Jeannette," said Mr Pearce.

The couple have won return flights to Los Angeles and five nights accommodation for four people at the five-star Peninsula Hotel in Beverley Hills.

Photo opportunity exists

For media enquiries, contact:

Rita Zonius Media Relations Manager, ANZ Tel: 03-9273 6190 or 0409-655 551

Email: zoniusr@anz.com

Ron Pearce Branch Manager ANZ Pialba Tel: 07 - 4124 8583

Media Release



Corporate Affairs
Level 20, 100 Queen Street
Melbourne Vic 3000
Facsimile 03 9273 4899

For release: 25 June 2002

ANZ invests \$150,000 in Koroit branch fit-out

ANZ today announced the fit-out of its new modern branch premises at Koroit had been completed.

The fit-out of the branch, which will open for business on 1 July 2002, took seven weeks to complete at a cost of more than \$150,000.

Manager of the Koroit branch Mr Geoff Harrison said the new premises were a demonstration of ANZ's commitment to provide the people of Koroit and surrounds with a diverse range of modern banking services.

"We believe customers will be very pleased with the new branch. The people of Koroit have been fantastic in their support for the branch and I hope they make regular use of the facilities on offer," said Mr Harrison.

ANZ Koroit will be full service branch, handling all types of customer transactions and enquiries, ranging from home loans and business lending to investment and financial services.

The layout of the branch is a departure from the traditional-style bank branch of the past to a modern open plan scheme, with an emphasis on staff working with customers on a one-on-one basis to help them with their financial needs. It contains features such as an ANZ Phone Banking hotline, information displays and a sales area in which staff can explain ANZ's range of products and services to customers.

The decision to locate a new ANZ branch in Koroit followed National Australia Bank's decision to close its Koroit and Mortlake branches and a subsequent meeting in April between ANZ and a delegation of Moyne Shire Council and Victorian Farmers Federation representatives led by Federal Member for Wannon, David Hawker MP.

For media enquiries, contact:

Paul Edwards Head of Group Media Relations Telephone: 03-9273 6955 or 0409-655 550

Email: edwardp12@anz.com

Geoff Harrison Branch Manager Telephone: 03-5564 8616 reasonably robust outlook for employment growth over the months immediately ahead," Mr Eslake said.

"We continue to expect employment to grow by an average of around 20,000 per month over the next few months – although as always the data as reported by the Statistics Bureau will be much more volatile than that.

"This compares with the roughly 15,000 per month average increase in employment which would be required over the coming financial year in order to fulfil last month's Budget forecast of 1¾% employment growth in 2002-03 and an unemployment rate of 6% by the June quarter of next year. At this stage, that forecast appears readily attainable," Mr Eslake said.

The number of newspaper job advertisements fell in every State and Territory last month, after increases of more than 20% in April as a result of the 'early Easter' effect noted earlier. The largest falls were in the Northern Territory (13.8%), New South Wales (10.1%), and Western Australia (9.6%); while smaller falls were recorded in Victoria (7.3%), the ACT (6.5%), Queensland (5.8%), Tasmania (5.5%) and South Australia (4.0%).

The following table provides estimates of the level of, and monthly percentage changes in, newspaper job advertisements in each State and Territory over the past three months adjusted (in the same way as for the national figures reported earlier) for the 'early Easter' effect:

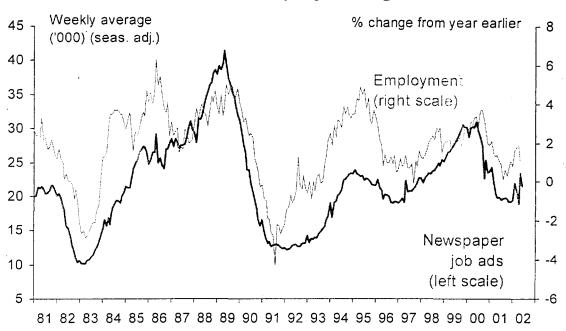
Month	NSW	Vic	Qld	SA	WA	Tas	ACT	NT
-			Le	evel ('000	per week)			
March April May	7,374 8,042 7,759	5,961 6,334 6,232	2,584 2,687 2,751	1,422 1,495 1,551	1,926 2,039 1,969	341 356 364	547 605 614	238 250 237
			% chai	nge from p	previous m	onth		
March April May	-6.2 9.1 -3.5	-2.3 6.2 -1.6	-0.2 4.0 2.4	10.5 5.1 3.8	2.8 5.9 -3.4	4.3 4.4 2.2	7.1 10.6 1.3	13.1 4.9 -5.3
			Trend % c	hange fro	m previous	month		
March April May	1.0 0.4 0.1	0.5 0.5 0.4	2.7 2.3 1.7	3.9 3.8 3.2	2.3 1.9 1.4	3.4 3.1 2.9	2.6 2.8 2.7	1.7 1.4 0.7

(Note: For some of the newspapers surveyed, the ANZ Job Advertisements series counts the number of advertisement 'bookings'. Each 'booking' may contain multiple advertisements. In addition, the ANZ series counts classified advertisements only, and does not include display advertisements. For these reasons, it would be incorrect to draw any inference or correlation from the ANZ series regarding advertising volumes or revenues from employment advertising in the newspapers surveyed. The ANZ series is not intended to, and should not, be used to assess the financial performance of any of the newspapers included in it.)

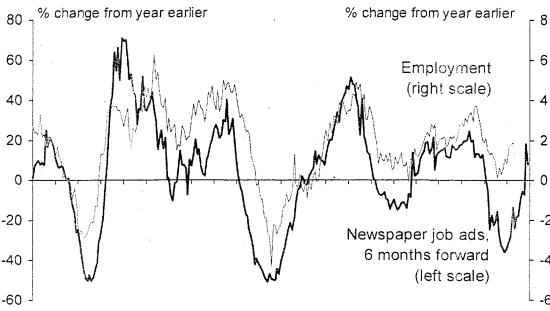
Further comment:	Data enquiries:	Distribution enquiries, changes to fax listings:
Saul Eslake Chief Economist	David Colosimo	Rita Zonius Media Relations Manager
Phone: (03) 9273 6251	Phone: (03) 9273 4060	Phone: (03) 9273 6190
Next release: June 2002	Expected rela	ease date: Monday, 8 July 2002



Level of newspaper job advertisements and annual employment growth



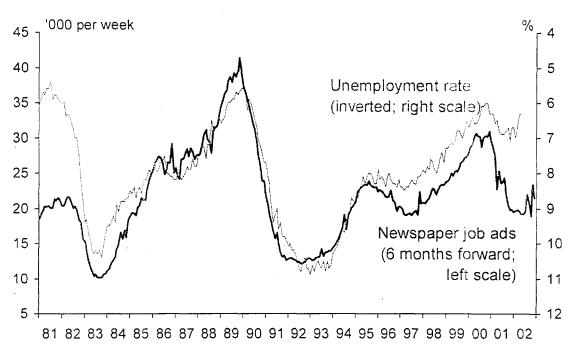
Annual growth in newspaper job advertisements and employment



81 82 83 84 85 86 87 88 89 90 91 92 93 94 95 96 97 98 99 00 01 02 Sources: ABS, The Labour Force (6202.0); Economics@ANZ.

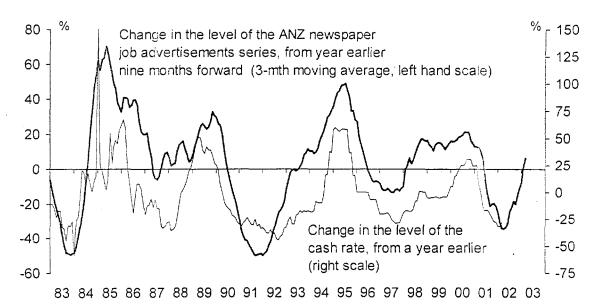


Level of newspaper job advertisements and the unemployment rate



Sources: ABS, The Labour Force (6202.0); Economics@ANZ.

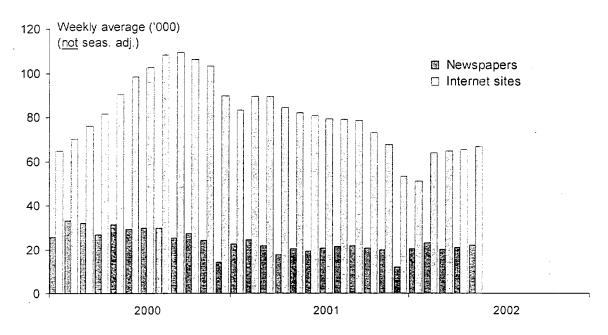
Annual change in newspaper job advertisements and changes in the official cash rate



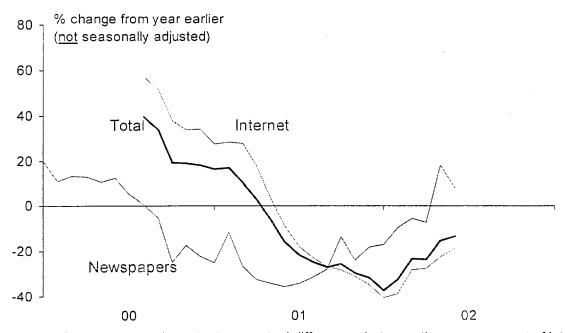
Sources: Economics@ANZ; Datastream



Newspaper and internet job advertisements



Annual changes in newspaper and internet job advertisements

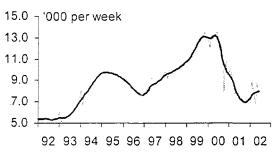


Note. There are some important conceptual differences between the measurement of job advertisements in newspapers and on the internet, so that the sum of the two should be interpreted with caution. *Source:* Economics@ANZ.

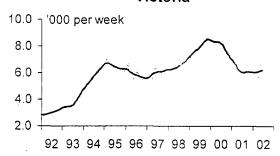


State and Territory data

New South Wales

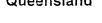


Victoria

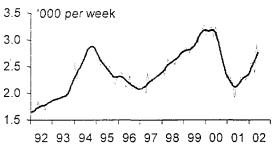


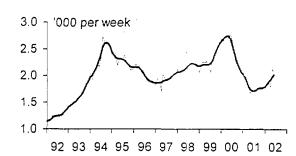




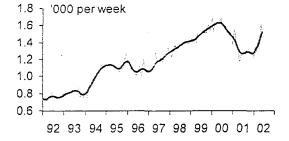




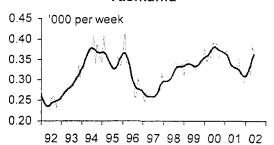




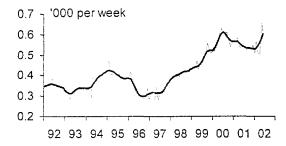
South Australia



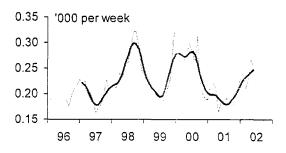
Tasmania



Australian Capital Territory



Northern Territory



Seasonally adjusted

Trend



Average number of newspaper job advertisements per week – Australia

	Original	Seas	sonally adjus	sted	Tre	nd estimate	(a)
			P.c. chang	e over -		P.c. change over -	
	Number	Number	Month	Year	Number	Month	Year
1997-98	22,388			13.2			
1998-99	25,785			15.2			
1999-00	29,843			15.7			
2000-01	23,135			-22.5			
2000 -							
March	32,186	30,270	0.7	13.3	30,231	0.7	13.4
April	26,959	30,117	-0.5	11.2	30,351	0.4	12.1
May	31,743	30,952	2.8	12.9	30,110	-0.8	9.3
June	29,479	29,624	-4.3	5.9	29,358	-2.5	4.5
July	30,052	28,716	-3.1	0.6	28,147	-4.1	-1.9
August	29,909	27,500	-4.2	-5.6	26,753	-5.0	-8.8
September	25,343	22,685	-17.5	-24.5	25,519	-4.6	-14.3
October	27,361	25,303	11.5	-17.4	24,595	-3.6	-18.1
November	24,239	23,527	-7.0	-22.2	23,948	-2.6	-20.3
December	14,360	23,664	0.6	-21.4	23,416	-2.2	-21.9
2001 -							
January	22,726	24,292	2.7	-15.5	22,800	-2.6	-23.9
February	24,496	21,993	-9.5	-26.8	22,012	-3.5	-26.7
March	21,687	20,409	-7.2	-32.6	21,116	-4.1	-30.2
April	17,709	19,803	-3.0	-34.2	20,320	-3.8	-33.0
May .	20,369	19,860	0.3	<i>-</i> 35.8	19,819	-2.5	-34.2
June	19,374	19,504	-1.8	-34.2	19,569	-1.3	-33.3
July	20,575	19,698	1.0	-31.4	19,474	-0.5	-30.8
August	21,494	19,801	0.5	-28.0	19,435	-0.2	-27.4
September	21,906	19,593	-1.1	-13.6	19,467	0.2	-23.7
October	20,828	· 19,226	-1.9	-24.0	19,541	0.4	-20.5
November	19,818	19,229	0.0	-18.3	19,699	0.8	-17.7
December	11,900	19,501	1.4	-17.6	19,977	1.4	-14.7
2002 -		-					
January	20,548	21,941	12.5	-9.7	20,347	1.9	-10.8
February	23,097	20,762	-5.4	-5.6	20,759	2.0	-5.7
March	20,078	18,927	-8.8	-7.3	21,134	1.8	0.1
April	20,899	23,386	23.6	18.1	21,477	1.6	5.7
May	22,001	21,477	-8.2	8.1	21,769	1.4	9.8

⁽a) The trend estimates have been derived by applying a 13-term Henderson moving average to the seasonally adjusted series. While this smoothing technique enables estimates to be produced for the latest month, it does result in revisions to the most recent six months as additional observations become available.



Average number of newspaper job advertisements per week - States and Territories

		Seasonally adjusted			Trend estimate		
	Original	Original P.c. change over			P.c. change over		
	Number	Number	Month	Year	Number	Month	Year
New South Wales -							
2001		•					
December	3,991	6,950	1.5	-29.7	7,397	2.9	-22.0
2002							
January	7,970	8,822	26.9	-10.5	7,609	2.9	-17.5
February	8,617	7,863	-10.9	-10.2	7,778	2.2	-12.0
March	7,288	6,844	-13.0	-11.7	7,884	1.4	-5.6
April	7,638	8,631	26.1	8.1	7,952	0.9	0.9
May	7,971	7,759	-10.1	2.5	7,999	0.6	5.9
Victoria -					-		
2001							
December	3,780	6,162	3.0	-11.6	6,064	-0.3	-13.5
2002							
January	5,637	6,184	0.4	-14.8	6,065	0.0	-11.1
February	7,001	6,102	-1.3	-7.3	6,096	0.5	-7.8
March	5,990	5,572	-8.7	-11.4	6,143	8.0	-3.9
April	6,062	6,721	20.6	11.3	6,200	0.9	0.0
May	6,502	6,232	-7.3	2.6	6,255	0.9	2.8
Queensland -							
2001							
December	1,443	2,353	2.0	8.0	2,389	2.1	3.7
2002							
January .	2,575	2,555	8.6	10.3	2,459	2.9	9.7
February	2,749	2,589	1.3	14.7	2,542	3.4	16.3
March	2,425	2,366	-8.6	8.5	2,622	3.1	22.4
April	2,553	2,921	23.5	54.0	2,697	2.9	27.0
May	2,778	2,751	-5.8	27.2	2,759	2.3	29.3
South Australia -							
2001	*						
December	824	1,224	-4.5	-10.8	1,272	0.4	-12.9
2002	acquired as a second as a seco						
January	1,322	1,352	10.5	-13.2	1,300	2.2	-8.7
February	1,460	1,287	-4.9	-7.3	1,349	3.8	-2.1
March	1,418	1,304	1.3	-3.1	1,407	4.3	5.9
April	1,449	1,617	24.0	37.7	1,468	4.3	13.9
May	1,506	1,551	-4.0	23.0	1,524	3.8	20.2

The above data are based on information provided by the following newspapers: *The Sydney Morning Herald* and *The Daily Telegraph* (NSW); *The Age* and *The Herald-Sun* (Victoria); *The Courier-Mail* (Queensland); and *The Advertiser* (South Australia).



Average number of newspaper job advertisements per week - States and Territories

		Seas	onally adjust	ted	T	rend estimat	e
	Original		P.c. chai	nge over		P.c. chai	nge over
	Number	Number	Month	Year	Number	Month	Year
Western Australia -							
2001	***************************************						
December	1,177	1,758	0.4	-11.8	1,800	1.3	-10.9
2002							
January	1,938	1,914	8.9 ,	-10.4	1,838	2.1	-6.2
February	2,091	1,873	-2.1	1.3	1,888	2.7	0.3
March	1,882	1,797	-4.0	2.2	1,937	2.6	7.4
April	1,981	2,179	21.2	29.9	1,983	2.4	13.5
May	1,955	1,969	-9.6	14.3	2,021	1.9	17.5
Tasmania -							
2001							
December	239	319	8.7	-12.0	309	0.0	-15.6
2002							
January	345	308	-3.4	-17.6	315	2.0	-12.8
February	383	327	6.2	-6.8	326	3.6	-7.4
March	329	314	-4.0	-5.6	339	3.9	-1.0
April	345	385	22.8	16.5	351	3.7	5.1
May	367	364	-5.5	9.7	363	3.4	9.9
ACT -							
2001							
December	305	511	-6.5	-9.8	530	-0.1	-6.6
2002							
January	547	566	10.7	-1.8	535	0.9	-5.8
February	601	_. 511	-9.7	-12.7	547	2.2	-3.4
March	543	505	-1.1	-7.8	563	3.1	0.5
April .	592	656	29.9	22.2	583	3.4	5.6
May	667	614	-6.5	10.1	601	3.2	10.7
Northern Territory -							
2001	and the second s						
December	140	225	3.4	19.0	216	4.9	7.5
2002	5						
January	216	239	6.3	11.4	225	4.2	13.1
February	195	211	-11.8	-4.6	233	3.3	17.0
March	202	225	6.7	7.7	238	2.4	20.7
April	279	275	22.1	68.4	243	2.1	26.5
May	256	237	-13.8	28.8	247	1.4	32.6

The above data are based on information provided by the following newspapers: *The West Australian* (Western Australia); *The Mercury, The Examiner* and *The Advocate* (Tasmania); *The Canberra Times* (Australian Capital Territory); and *The NT News* (Northern Territory).



Average number of internet job advertisements per week (a) - Australia

	Inte	ernet advert	isements	Combined newspaper and internet advertisements (c			
		P.c. chai	nge over		P.c. chai	nge over	
	Number	Month	Year	Number	Month	Year	
2000 -							
May	90,413	10.6		122,156	12.4		
June	98,447	8.9		127,926	4.7		
July	102,869	4.5	57.5	132,921	3.9	39.6	
August	108,397	5.4	51.3	138,306	4.1	34.0	
September	109,525	1.0	37.9	134,868	-2.5	19.3	
October	106,654	-2.6	34.0	134,015	-0.6	18.9	
November	103,991	-2.5	34.2	128,230	-4.3	18.0	
December	89,912	-13.5	27.6	104,272	-18.7	16.3	
2001 -				and a company of the			
January	83,471	-7.2	28.4	106,197	1.8	17.0	
February	89,649	7.4	27.9	114,145	7.5	10.3	
March	89,416	-0.3	17.7	111,103	-2.7	2.7	
April	84,371	-5.6	3.2	102,079	-8.1	-6.1	
May	82,343	-2.4	-8.9	102,712	0.6	-15.9	
June	80,816	-1.9	-17.9	100,190	-2.5	-21.7	
July (b)	79,421	-1.7	-22.8	99,996	-0.2	-24.8	
August (c)	79,247	-0.2	-26.9	100,741	0.7	-27.2	
September	78,482	-1.0	-28.3	100,388	-0.4	-25.6	
October	73,337	-6.6	-31.2	94,165	-6.2	-29.7	
November (e)	67,797	<i>-</i> 7.6	-34.8	87,615	-7.0	-31.7	
December (e)	53,380	-21.3	-40.6	65,280	-25.5	-37.4	
2002 -							
January	51,074	-4.3	-38.8	71,622	9.7	-32.6	
February	64,178	25.7	-28.4	87,275	21.9	-23.5	
March	64,764	0.9	-27.6	84,842	-2.8	-23.6	
April	65,327	0.9	-22.6	86,226	1.6	-15.5	
May	66,797	2.3	-18.9	88,798	3.0	-13.5	

(a) The above data represent the average number of advertisements carried by each of the sites contributing to the series on the same day of each week in the month indicated. The day (which is not necessarily the same for each site) is selected by the site operator as broadly representative of its activity levels. (b) Series break due to the exclusion of a (small) site. (c) Partially estimated using data for one week from one site. (d) Compiled using the original (not seas. adj.) data for newspapers. Because of differences in the way in which the newspaper and internet series are compiled, the sum of the two should be interpreted with considerable caution. (e) Partly estimated due to the unavailability of data from one site which represents about 4% of the total internet series. The estimate assumes that the number of advertisements on this site has changed in the same proportion as the average number of advertisements on the other four sites.

The above data are based on information provided by the operators of the following sites: Seek.com.au; Jobnet.com.au; tmp.worldwide e-resourcing; Employment.com.au, and the Department of Employment and Workplace Relations (DEWR) Australian Job Search site, jobsearch.gov.au. The data may be revised if and when additional site operators are included.

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Australia and New Zealand Banking Group Ltd

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PO Box 7, Montague Close

London, SE1 9DH, United Kingdom

Telephone (44 171) 378 2121 Fax (44 171) 378 2378

NEW ZEALAND by:

ANZ Banking Group (New Zealand) Limited

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Wellington, New Zealand

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UNITED STATES OF AMERICA by:

ANZ Securities, Inc.

(Member of NASD and SIPC)

6th Floor, 1177 Avenue of the Americas

New York, NY 10036 United States of America

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Rule 2.7, 3.10.3, 3.10.4, 3.10.5

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002.

AUSTRALIA AND NEW ZEALAND BANKING GROUP LIMITED

ABN	05 257 522	
17.00	05 357 522	
We (the entity) give ASX the following inf	formation.
	1 - All issues must complete the relevant sections	(attach sheets if there is not enough space).
1	*Class of *securities issued or to be issued	Ordinary Shares
2	Number of *securities issued or to be issued (if known) or maximum number which may be issued	293,700
3	Principal terms of the *securities (eg, if options, exercise price and expiry date; if partly paid *securities, the amount outstanding and due dates for payment; if *convertible securities, the conversion price and dates for conversion)	Fully Paid Shares

11/3/2002

Name of entity

Applicates % frage 2 * U.S. CAppendix 3B Page 1

⁺ See chapter 19 for defined terms.

Appendix 3B New issue announcement

Do the *securities rank equally in Yes, pari passu with existing ordinary shares. all respects from the date of allotment with an existing *class of quoted *securities?

If the additional securities do not rank equally, please state:

- the date from which they do
- · the extent to which theyparticipate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution interest or payment
- Issue price or consideration

9,300 shares 11,200 shares 23,000 shares 15,000 shares 25,000 shares	at \$17.05 each at \$ 13.70 each at \$14.34 each at \$10.11 each at \$11.29 each
10,200 shares	at \$18.75 each
100,000 shares	at \$8.97 each
100,000 shares	at \$11.20 each
293,700 shares_	

Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)

Issued on exercise of options.

Dates of entering *securities into uncertificated holdings or despatch of certificates

14 June 2002

8 Number and +class of all *securities quoted on ASX (including the securities in clause 2 if applicable)

Number	†Class
1,499,307,445	Ordinary fully paid
33,930,990	Options on issue

⁺ See chapter 19 for defined terms.

		64,016,000	1998 Redeemable Preference Shares.
		60,016,000	1998 Redeemable Preference Shares (Series 2).
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Same as existing fully pa	id ordinary shares.
art 2	- Bonus issue or pro rata issue		
11	Is security holder approval required?		
12	Is the issue renounceable or non-renounceable?		
13	Ratio in which the *securities will be offered		
14	⁺ Class of ⁺ securities to which the offer relates		
15	⁺ Record date to determine entitlements		·
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	1	
17	Policy for deciding entitlements in relation to fractions		
18	Names of countries in which the entity has *security holders who will not be sent new issue documents		
	Note: Security holders must be told how their entitlements are to be dealt with.		
	Cross reference: rule 7.7.		
19	Closing date for receipt of acceptances or renunciations		
	Names of any underwriters		

11/3/2002

⁺ See chapter 19 for defined terms.

Appendix 3B New issue announcement

0.4	0	
21	Amount of any underwriting fee or commission	
22	Names of any brokers to the issue	
23	Fee or commission payable to the broker to the issue	
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of *security holders	
25	If the issue is contingent on +security holders' approval, the date of the meeting	
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	
28	Date rights trading will begin (if applicable)	
29	Date rights trading will end (if applicable)	
30	How do *security holders sell their entitlements in full through a broker?	
31	How do *security holders sell part of their entitlements through a broker and accept for the balance?	
32	How do *security holders dispose of their entitlements (except by sale through a broker)?	
33	⁺ Despatch date	

Appendix 3B Page 4

11/3/2002

⁺ See chapter 19 for defined terms.

		tation of securities by complete this section if you are applying for quotation of securities	
34		pe of securities ck one)	
(a)	√	Securities described in Part 1	
(b)		All other securities	
		Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities	
Entitie	es that	have ticked box 34(a)	
		ecurities forming a new class of securities nal securities do not form a new class, go to 43)	
		licate you are providing the documents	
35		If the *securities are *equity securities, the names of the 20 largest holders of the additional *securities, and the number and percentage of additional *securities held by those holders	
36		If the ⁺ securities are ⁺ equity securities, a distribution schedule of the additional ⁺ securities setting out the number of holders in the categories 1 - 1,000 1,001 - 5,000 5,001 - 10,000 10,001 - 100,000 100,001 and over	
37 (now g	 go to 43	A copy of any trust deed for the additional *securities)	
Entitie 38	Numb	have ticked box 34(b) er of securities for which ation is sought	
39		of *securities for which tion is sought	
		······································	

11/3/2002 Appendix 3H Horse Appendix 3B Page 5

⁺ See chapter 19 for defined terms.

Appe	endix	3B
New	issue	announcement

40	all allo	o the [†] securities rank equally in I respects from the date of lotment with an existing [†] class f quoted [†] securities?	
•	.rani • t • t • t • t • t • t	the additional securities do not ank equally, please state: the date from which they do the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment	
41	Rea now	eason for request for quotation	
	secu	example: In the case of restricted ecurities, end of restriction eriod	
	anot	issued upon conversion of nother security, clearly identify at other security)	
42	+sec	umber and ⁺ class of all securities quoted on ASX securities in clause (i)	†Class
	(nov	ow go to 43)	
All en Fees	tities	s	
43	Paym	ment method (tick one)	
		Cheque attached	
		Electronic payment made	•
		Note: Payment may be made electronically if Appe electronically at the same time.	ndix 3B is given to ASX
	V	Periodic payment as agreed with the home branch has	been arranged
		Note: Arrangements can be made for employee ince frequent issues of securities.	ntive schemes that involve
		-	

Appendix 3B Page 6

11/3/2002

⁺ See chapter 19 for defined terms.

Quotation agreement

- [†]Quotation of our additional [†]securities is in ASX's absolute discretion. ASX may quote the [†]securities on any conditions it decides.
- 2 We warrant the following to ASX.
 - The issue of the ⁺securities to be quoted complies with the law and is not for an illegal purpose.
 - There is no reason why those *securities should not be granted *quotation.
 - An offer of the *securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any
 applications received by us in relation to any *securities to be quoted and
 that no-one has any right to return any *securities to be quoted under
 sections 737, 738 or 1016F of the Corporations Act at the time that we
 request that the *securities be quoted.
- We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the *securities to be quoted, it has been provided at the time that we request that the *securities be quoted.
- If we are a trust, we warrant that no person has the right to return the *securities to be quoted under section 1019B of the Corporations Act at the time that we request that the *securities be quoted.
- We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before *quotation of the *securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:

Secretary

Date: 14 June 2002

Print name:

Karen Ka-Leng Phillips

Appendix 3B Page 7

⁺ See chapter 19 for defined terms.

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002.

Name of entity		
AUS.	TRALIA AND NEW ZEALAND BANI	KING GROUP LIMITED
ABN		
11 00	05 357 522	
We (the entity) give ASX the following inf	formation.
	1 - All issues must complete the relevant sections	(attach sheets if there is not enough space).
1	⁺ Class of ⁺ securities issued or to be issued	Ordinary Shares
2	Number of ⁺ securities issued or to be issued (if known) or maximum number which may be issued	25,750
3	Principal terms of the *securities (eg, if options, exercise price and expiry date; if partly paid *securities, the amount outstanding and due dates for payment; if *convertible securities, the conversion price and dates for conversion)	Fully Paid Shares

Appendix 3B Page I

. .. . 1**14**2.7

⁺ See chapter 19 for defined terms.

Do the *securities rank equally in all respects from the date of allotment with an existing *class of quoted *securities?

If the additional securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment
- 5 Issue price or consideration

Yes, pari passu with existing ordinary shares.

5,000 shares at \$15.33 each at \$14.63 each at \$11.20 each 25,750 shares

6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets) Issued on exercise of options.

7 Dates of entering *securities into uncertificated holdings or despatch of certificates

5,750 shares	20 June 2002
20,000 shares	27 June 2002

. . . . 7. 0

8 Number and *class of all *securities quoted on ASX (including the securities in clause 2 if applicable)

Number	⁺ Class
1,499,333,195	Ordinary fully paid
33,905,240	Options on issue

⁺ See chapter 19 for defined terms.

		64,016,000	1998 Redeemable Preference Shares.
		60,016,000	1998 Redeemable Preference Shares (Series 2).
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Same as existing fully pa	id ordinary shares.
Part 2	- Bonus issue or pro rata issue		
11	Is security holder approval required?		
12	Is the issue renounceable or non-renounceable?		
13	Ratio in which the ⁺ securities will be offered		
14	⁺ Class of ⁺ securities to which the offer relates		
15	⁺ Record date to determine entitlements		
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?		
17	Policy for deciding entitlements in relation to fractions		
18	Names of countries in which the entity has *security holders who will not be sent new issue documents		
	Note: Security holders must be told how their entitlements are to be dealt with.		
	Cross reference: rule 7.7.		
19	Closing date for receipt cof acceptances or renunciations		
	Names of any underwriters		
	-		!

Appendix 3B Page 3

⁺ See chapter 19 for defined terms.

Appendix 3B New issue announcement

0.4		
21	Amount of any underwriting fee or commission	
22	Names of any brokers to the issue	
23	Fee or commission payable to the broker to the issue	
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of [†] security holders	
25	If the issue is contingent on *security holders' approval, the date of the meeting	
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	
28	Date rights trading will begin (if applicable)	
29	Date rights trading will end (if applicable)	
30	How do *security holders sell their entitlements in full through a broker?	
31	How do ⁺ security holders sell part of their entitlements through a broker and accept for the balance?	
32	How do *security holders dispose of their entitlements (except by sale through a broker)?	
33	*Despatch date	

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⁺ See chapter 19 for defined terms.

		tation of securities ly complete this section if you are applying for quotation of securities
34	Type (tick	of securities one)
(a)	~	Securities described in Part 1
(b)		All other securities
		Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities
Entiti	es that	have ticked box 34(a)
		ecurities forming a new class of securities nal securities do not form a new class, go to 43)
Tick inform		dicate you are providing the r documents
35		If the *securities are *equity securities, the names of the 20 largest holders of the additional *securities, and the number and percentage of additional *securities held by those holders
36		If the *securities are *equity securities, a distribution schedule of the additional *securities setting out the number of holders in the categories 1 - 1,000 1,001 - 5,000 5,001 - 10,000 10,001 - 100,000 100,001 and over
37 (now §	[] go to 43	A copy of any trust deed for the additional *securities
Entition 38	Numb	have ticked box 34(b) er of securities for which ation is sought
39		of [†] securities for which tion is sought

ir Page 6

⁺ See chapter 19 for defined terms.

Appe	endix	3B
New	issue	announcement

40	Do the *securities rank equally in all respects from the date of allotment with an existing *class of quoted *securities?		
	If the additional securities do not rank equally, please state: the date from which they do the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment		
41	Reason for request for quotation now		
	Example: In the case of restricted securities, end of restriction period		
	(if issued upon conversion of another security, clearly identify that other security)		
	,		
42	Number and [†] class of all [†] securities quoted on ASX (<i>including</i> the securities in clause 38)	Number	[†] Class
	(now go to 43)		
All er Fees	ntities		
43	Payment method (tick one)		
	☐ Cheque attached		en.
	☐ Electronic payment made		
	Note: Payment may be made electronically at the same time		ndix 3B is given to ASX
	•		4.
	Periodic payment as agreed v		
	Note: Arrangements can be frequent issues of securities.	made for employee incer	mive senemes that myorve
		•	-

Appendix 3B Page 6 2002 11/3/2002 1

⁺ See chapter 19 for defined terms." --

Quotation agreement

- [†]Quotation of our additional [†]securities is in ASX's absolute discretion. ASX may quote the [†]securities on any conditions it decides.
- We warrant the following to ASX.
 - The issue of the *securities to be quoted complies with the law and is not for an illegal purpose.
 - There is no reason why those *securities should not be granted *quotation.
 - An offer of the *securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any *securities to be quoted and that no-one has any right to return any *securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the *securities be quoted.
- We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the *securities to be quoted, it has been provided at the time that we request that the *securities be quoted.
- If we are a trust, we warrant that no person has the right to return the *securities to be quoted under section 1019B of the Corporations Act at the time that we request that the *securities be quoted.
- We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before *quotation of the *securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:

Secretion

Date: 28 June 2002

Print name:

Karen Ka-Leng Phillips

+ See chapter 19 for defined terms.

11/3/2002

Enendiv 3B Page 7.

ASIC re	egistered agent number	7159					207 page 1/1 15 July 2
			Secretary's Of:	fice		(
	iding name or PO Box no.					-	
	street number & name	100 Queen St	reet			-	
		Melbourne	state/territ	OFY V	IC postcode 300	-	-
	telephone	(03) 9273 6				<u> </u>	
	facsimile	(03) 9273 6				-뉴	ASS. REQ.A
	DX number	. 03 / 32/3 0	suburb/city			-	CASH. REQ.P
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[В	Betc	CUMP	•
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İ				FOU	founders	REOP	redeemable preference
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				ORD	ordinary	NCRP	non-cumulative redeemable preference
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			1			<u></u>	<u> </u>
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j				<u>code</u> A	A A	code PRF	full title preference	
1				В	Betc	CUMP	•	ence
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			Ì	FOU	founders	REDP	redeemable prefe	
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				MAN	management	CRP	cumulative redeer	mable preference
9				ORD	ordinary	NCRP	non-cumulative re	edeemable preference
				RED	redeemable	PARP	participative prefe	erence
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AUSTRALIA AND NEW ZEALAND BANKING GROUP LIMITED

Ву

KAREN KA-LENG PHILLIPS

Secretary

Australia and New Zealand Banking Group Limited

8 July 2002